

EXHIBIT B

Kielty Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
JOANN INC., et al. ¹)	Case No. 25-10068 (CTG)
Debtors.)	(Jointly Administered)
)	

**DECLARATION OF
RYAN KIELTY IN SUPPORT OF THE
APPLICATION OF DEBTORS FOR ENTRY OF
AN ORDER (I) AUTHORIZING THE EMPLOYMENT
AND RETENTION OF CENTERVIEW PARTNERS LLC AS
INVESTMENT BANKER TO THE DEBTORS AND DEBTORS IN
POSSESSION EFFECTIVE AS OF THE PETITION DATE, (II) APPROVING
THE TERMS OF THE ENGAGEMENT LETTER, (III) MODIFYING CERTAIN
TIMEKEEPING REQUIREMENTS, AND (IV) GRANTING RELATED RELIEF**

I, Ryan Kielty, declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury that:

1. I am a Partner in the Debt Advisory and Restructuring Practice of Centerview Partners LLC (“Centerview”), which has its principal office at 31 West 52nd Street, 22nd Floor, New York, New York 10019.² Centerview is the proposed investment banker for the debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases. I submit this declaration (the “Declaration”) in support of the *Application of Debtors for Entry of an Order (I) Authorizing the Employment and Retention of Centerview Partners LLC as Investment Banker to the Debtors and Debtors in Possession Effective as of the Petition Date, (II) Approving*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: JOANN Inc. (5540); Needle Holdings LLC (3814); Jo-Ann Stores, LLC (0629); Creative Tech Solutions LLC (6734); Creativebug, LLC (3208); WeaveUp, Inc. (5633); JAS Aviation, LLC (9570); joann.com, LLC (1594); JOANN Ditto Holdings Inc. (9652); Dittopatterns LLC (0452); JOANN Holdings 1, LLC (9030); JOANN Holdings 2, LLC (6408); and Jo-Ann Stores Support Center, Inc. (5027). The Debtors’ mailing address is 5555 Darrow Road, Hudson, Ohio 44236.

² Capitalized terms used but otherwise not defined herein shall have the meanings ascribed to them in the Application or the Engagement Letter, as applicable.

the Terms of the Engagement Letter, (III) Modifying Certain Timekeeping Requirements, and (IV) Granting Related Relief(the “Application”).

2. Unless otherwise indicated herein, the statements in this Declaration are based on my personal knowledge, my discussions with other employees of Centerview, upon information and belief, or upon client matter records kept in the ordinary course of business that were reviewed either by me or by employees of Centerview under my supervision and direction. I am over the age of eighteen. If called and sworn as a witness, I could and would testify competently to the facts set forth herein.

Centerview’s Qualifications

3. Established in 2006, Centerview is an independent investment banking firm providing financial advisory services, including mergers and acquisitions, financing, and restructuring advice, across a broad range of industries. Centerview serves a diverse set of clients around the world from its offices in New York, San Francisco, Menlo Park, London, and Paris. Centerview’s Debt Advisory and Restructuring Group, which was founded in 2011, has extensive experience in designing and managing complex restructuring processes among a wide range of stakeholders, and a demonstrated track record of designing, negotiating and implementing amendments, exchange offers, financings, distressed merger and acquisition transactions, and out-of-court and in-court restructurings. Centerview and its principals have advised debtors, lenders, committees, equity holders, and acquirors in many complex financial reorganizations. Centerview’s professionals have collectively advised on transactions representing over \$300 billion in restructured debt.

4. Centerview’s professionals, including while employed at other firms, are providing or have provided financial advisory, investment banking, and other services in connection with the in-court restructuring of numerous companies, including the following: *In re Exactech, Inc.*,

No. 24-12441 (LSS) (Bankr. D. Del. 2024); *In re Thrasio Holdings, Inc.*, No. 24-11840 (CMG) (Bankr. D. N.J. 2024); *In re SmileDirectClub, Inc.*, No. 23-90786 (CML) (Bankr. S.D. Tex. 2023); *In re Intelsat S.A.*, No. 20-32299 (KLP) (Bankr. E.D. Va. 2024); *In re SVB Financial Group*, No. 23-10367 (MG) (Bankr. S.D.N.Y. 2023); *In re Avaya Inc.*, No. 23-90088 (DRJ) (Bankr. S.D. Tex. 2023); *In re Diamond Sports Group, LLC*, No. 23-90116 (CML) (Bankr. S.D. Tex. 2023); *In re Serta Simmons Bedding, LLC*, No. 23-90020 (DRJ) (Bankr. S.D. Tex. 2023); *In re Celsius Network LLC*, No. 22-10964 (MG) (Bankr. S.D.N.Y. 2022); *In re Revlon, Inc.*, No. 22-10760 (DSJ) (Bankr. S.D.N.Y. 2022); *In re Enjoy Technology, Inc.*, No. 22-10580 (JKS) (Bankr. D. Del. 2022); *In re Ultra Petroleum Corp.*, No. 20-32631 (MI) (Bankr. S.D. Tex. 2020); *In re Sungard Availability Services Capital, Inc.*, No. 19-22915 (RDD) (Bankr. S.D.N.Y. 2019); *In re Blackhawk Mining LLC*, No. 19-11595 (LSS) (Bankr. D. Del. 2019); *In re Cloud Peak Energy Inc.*, No. 19-11047 (KG) (Bankr. D. Del. 2019); *In re CTI Foods, LLC*, No. 19-10497 (CSS) (Bankr. D. Del. 2019); *In re PG&E Corp.*, No. 19-30088 (DM) (Bankr. N.D. Cal. 2019); *In re Westmoreland Coal Co.*, No. 18-35672 (DRJ) (Bankr. S.D. Tex. 2018); *In re Synergy Pharmaceuticals Inc.*, No. 18-14010 (JLG) (Bankr. S.D.N.Y. 2018); *In re Checkout Holding Corp.*, No. 18-12794 (KG) (Bankr. D. Del. 2018); *In re Avaya Inc.*, No. 17-10089 (SMB) (Bankr. S.D.N.Y. 2017); *In re Toys “R” Us, Inc.*, No. 17-34665 (KLP) (Bankr. E.D. Va. 2017); *In re Residential Capital, LLC, et al.*, No. 12-12020 (MG) (Bankr. S.D.N.Y. 2017); *In re Glob. Brokerage Inc.*, No. 17-13532 (MEW) (Bankr. S.D.N.Y. 2017); *In re Vanguard Natural Res., LLC*, No. 17-30560 (MI) (Bankr. S.D. Tex. 2017); *In re SandRidge Energy, Inc.*, No. 16-32488 (DRJ) (Bankr. S.D. Tex. 2016); *In re Midstates Petrol. Co., Inc.*, No. 16-32237 (DRJ) (Bankr. S.D. Tex. 2016); *In re Old BPSUSH Inc.*, No. 16-12373 (KJC) (Bankr. D. Del. 2016); *In re Atlas Res. Partners, LP*, No. 16-12149 (SHL) (Bankr. D. Del. 2016); *In re Aspect Software, Inc.*,

No. 16-10597 (MFW) (Bankr. D. Del. 2016); *In re Seventy Seven Energy Inc.*, No. 16-11410 (LSS) (Bankr. D. Del. 2016); *In re SunEdison, Inc.*, No. 16-10992 (SMB) (Bankr. S.D.N.Y. 2016); *In re Peabody Energy Corp.*, No. 16-42529 (BSS) (Bankr. E.D. Mo. 2016); *In re Patriot Coal Corp.*, No. 15-32450 (KLP) (Bankr. E.D. Va. 2015); *In re Caesars Entm't Operating Co., Inc.*, No. 15-10047 (KG) (Bankr. D. Del. 2015); *In re Molycorp, Inc.*, No. 15-11357 (CSS) (Bankr. D. Del. 2015); and *In re Magnum Hunter Res. Corp.*, No. 15-12533 (KG) (Bankr. D. Del. 2015).³

5. Centerview's professionals have also provided services in connection with the out-of-court restructurings of numerous companies, including Accentcare, Alkegen, Anchor Danly, Autocam Corporation, Broder Bros Co., CDX Gas, Caesars Entertainment Corporation, Chicago Bridge & Iron Company, Cloud Peak Energy, CMS Energy, CNL Hotels & Resorts, Culligan, DS Waters of America, Inc., EyeCare Partners, Gate Gourmet, Inc., Grupo TMM, S.A., Huntsman Corporation, Ion Media Networks, Isola Group Ltd., J. C. Penney Company, Keystone Automotive Operations, Inc., Magenta Buyer LLC (dba Trellix / Skyhigh Security), Mashantucket Pequot Gaming Enterprise/Foxwoods, MediaMath, Neovia Logistics, PlayAGS, OSI Restaurant Partners, LLC, Palisades Center, PlayPower, Pluralsight, Progressive Moulded Products, Rackspace Technology, Radiology Partners, R.J. O'Brien, SI Corporation, Sirva, Inc., Springs Window Fashions, Stolt-Nielsen, S.A., Targus Group International, TG Natural Resources, Tosca Services, Tronox Inc., and Vonage Holdings Corporation.

Scope of Services

6. Subject to further order of the Court, and as set forth more fully in the Engagement Letter attached to the Order as Exhibit 1, in consideration for the compensation contemplated

³ Because of the voluminous nature of the orders cited herein, such orders have not been attached to this Application. Copies of these orders are available upon request of the Debtors' proposed counsel.

therein, Centerview has and will perform the following financial advisory and investment banking services pursuant to the Engagement Letter (the “Services”), to the extent requested by the Debtors:

- a. General Financial Advisory and Investment Banking Services:
 - i. familiarize itself with the business, operations, properties, financial condition, and prospects of the Debtors;
 - ii. review the Debtors’ financial condition and outlook;
 - iii. assist the Debtors in the development of financial data and presentations to the Debtors’ Board of Directors, various creditors and other parties;
 - iv. evaluate the Debtors’ debt capacity and capital structure alternatives;
 - v. participate in negotiations among the Debtors, and related creditors, suppliers, lessors, and other interested parties with respect to any of the transactions contemplated by the Engagement Letter; and
 - vi. perform such other financial advisory services as may be specifically agreed upon in writing by the Debtors and Centerview.
- b. Restructuring Services:
 - i. analyze various restructuring scenarios and the potential impact of those scenarios on the value of the Debtors; and the recoveries of those stakeholders impacted by the Restructuring;
 - ii. provide financial and valuation advice and assistance to the Debtors in developing and seeking approval of a Plan;⁴
 - iii. provide financial advice and assistance to the Debtors in identifying and contacting any third-party financing sources and structuring any new securities to be issued pursuant to the Restructuring;
 - iv. provide financial advice and assistance to the Debtors in connection with any sale(s) including identifying and contacting any potential acquirors and participating in any negotiations;

⁴ As used in the Engagement Letter, the term “Plan” means a plan of reorganization, plan of liquidation and/or § 363 sale(s) under chapter 11 of the Bankruptcy Code.

- v. assist the Debtors and/or participate in negotiations with entities or groups affected by the Restructuring; and
- vi. if requested by the Debtors, participate in hearings before the Court with respect to the matters upon which Centerview has provided advice, including, as relevant, coordinating with the Debtors' proposed counsel with respect to testimony in connection therewith.

c. Financing Services:

- i. provide financial advice and assistance to the Debtors in structuring and effecting a Debtor-in-Possession Financing,⁵ and
- ii. assist in the arranging of a Debtor-in-Possession Financing, the due diligence process and negotiating the terms of any proposed financing.

7. I believe these professional services are necessary to the Debtors' restructuring efforts and in the ongoing operation and management of the debtors' business while subject to chapter 11 of the Bankruptcy Code. Further, if the Debtors requests that Centerview perform services not contemplated by the Engagement Letter, Centerview and the Debtors will agree, in writing, on the terms for such services and seek the Court's approval. I believe that the employment of Centerview is important to enabling the Debtors to execute their duties as debtors in possession and to effectuate their restructuring efforts.

Professional Compensation

8. Centerview's decision to advise and assist the Debtors in connection with these chapter 11 cases is subject to its ability to be retained in accordance with its customary terms and conditions of employment, compensated for its services, and reimbursed for out-of-pocket expenses it incurs in accordance with its customary billing practices, as set forth in the Engagement Letter.

⁵ As used in the Engagement Letter, the term "Debtor-in-Possession Financing" means any "debtor-in-possession" financing raised in connection with a chapter 11 case under the Bankruptcy Code and shall exclude any existing principal indebtedness that is rolled by existing lenders into the debtor-in-possession facility.

9. As set forth more fully in the Engagement Letter, and subject thereto, Centerview will be compensated as follows (the “Fee and Expense Structure”):

a. Monthly Fee.

- i. The Debtors will pay Centerview a fee of \$175,000 per month (the “Monthly Advisory Fee”), which was due and paid by the Debtors upon execution of the Engagement Letter and, thereafter on each monthly anniversary thereof during the period of Centerview’s engagement (“Term”) under the Engagement Letter, in each case.
- ii. After receipt of aggregate Monthly Advisory Fees of \$1,050,000, 50% of the amount of any subsequent Monthly Advisory Fee paid to Centerview will be credited (but only once) against any Transaction Fee (as defined below) payable to Centerview pursuant to Section 2(b) of the Engagement Letter (e.g., the Transaction Fee).

b. Transaction Fee.

- i. If at any time during the Term or within the first twelve full months following the termination of the engagement (including the Term, the “Fee Period”) the Debtors (1) consummate any Restructuring or (2) enter into an agreement in principle or definitive agreement to effect a Restructuring, and at any time (including following the expiration of the Fee Period), any Restructuring is consummated, Centerview shall be entitled to receive a transaction fee (a “Transaction Fee”), contingent upon the consummation of such Restructuring and payable at the closing thereof equal to \$5,500,000.

c. Financing Fee.

- i. If at any time during the Fee Period, (1) the Debtors consummate any Debtor-in-Possession Financing or (2) the Debtors receive and accept written commitments for one or more Debtor-in-Possession Financings (the execution by a potential financing source and the Debtors of a commitment letter or securities purchase agreement or other definitive documentation shall be deemed to be the receipt and acceptance of such written commitment), and at any time (including following the expiration of the Fee Period) any Debtor-in-Possession Financing is consummated, the Debtors will pay to Centerview a fee equal to 1.00% of the aggregate amount of Debtor-in-Possession Financing (the “DIP Financing Fee”).

10. As part of the overall compensation payable to Centerview under the terms of the Engagement Letter, the Debtors also agreed to the indemnification, contribution, and other provisions (such provisions, the “Indemnification Provisions”), attached to the Engagement Letter as Annex A (the “Indemnification Agreement”).

11. In addition to any fees payable to Centerview, the Debtors will reimburse Centerview on a monthly basis for its reasonable and documented travel and other reasonable and documented out-of-pocket expenses (including all reasonable and documented fees, disbursements and other charges of counsel to be retained by Centerview, and of other consultants and advisors retained by Centerview with the Debtors’ consent), incurred in connection with, or arising out of Centerview’s activities under or contemplated by the Engagement Letter. The Debtors will also reimburse Centerview, at such times as Centerview shall request, for any sales, use, or similar taxes (including additions to such taxes, if any) arising in connection with any matter referred to in, or contemplated by, the Engagement Letter, during the term of their engagement.

12. Centerview intends to apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with these chapter 11 cases, subject to the Court’s approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable procedures and orders of the Court, including any order approving the Application and consistent with the proposed Fee and Expense Structure set forth in the Engagement Letter.

13. Centerview agreed upon the Fee and Expense Structure in anticipation that a substantial commitment of professional time and effort would be required of Centerview and in light of the fact that (a) such commitment could foreclose other opportunities for Centerview and (b) the actual time and commitment required of Centerview and its professionals to perform its

services under the Engagement Letter may vary substantially from week to week and month to month, creating “peak load” issues for Centerview.

Application For Compensation and Timekeeping

14. Centerview still intends to file interim and final fee applications for the allowance of compensation for services rendered and reimbursement of expenses incurred. Such applications will include time records setting forth, in a summary format, a description of the services that each professional renders and the amount of time that such individual spent on each date in rendering services on behalf of the Debtors.

15. Because it is not the general practice of investment banking firms, including Centerview, to keep contemporaneous detailed time records similar to those customarily kept by attorneys or provide or conform to a schedule of hourly rates for its professionals, Centerview does not maintain contemporaneous time records in one-tenth of an hour (0.1) increments, or provide or conform to a schedule of hourly rates for its professionals. Moreover, Centerview does not ordinarily keep time records on a “project category” basis and, pursuant to the Engagement Letter, Centerview’s compensation is based in part on a fixed Monthly Advisory Fee. Notwithstanding that Centerview does not charge for its services on an hourly basis, Centerview requests that it be permitted to maintain time records in half hour (0.5) increments, setting forth, in a summary format, a description of the services rendered and the professionals rendering such services on behalf of the Debtors. Centerview will also maintain records in support of any costs and expenses incurred in connection with its services.

Indemnification

16. As part of the overall compensation payable to Centerview under the terms of the Engagement Letter, the Debtors agreed to the Indemnification Provisions as set forth in the Indemnification Agreement. As more fully set forth therein, the Indemnification Agreement

provides that the Debtors will indemnify and hold harmless Centerview, each of its affiliates, Centerview's and such affiliates' respective members, directors, officers, employees and controlling persons, and each of their respective successors and assigns (each an "Indemnified Person") from and against any and all losses, claims, damages, demands and liabilities, joint or several, or actions or proceedings in respect thereof, brought by or against any person (collectively, "Losses"), which are related to or arise out of Centerview's engagement or any matter or transactions contemplated thereby.

17. I believe the Indemnification Provisions reflected in the Indemnification Agreement are customary and reasonable terms of consideration for investment banking firms such as Centerview for engagements both out of court and, as modified by the order approving Centerview's retention, in these chapter 11 cases. The Indemnification Agreement's Indemnification Provisions were fully negotiated by the Debtors and Centerview at arm's-length and in good faith. Centerview has also additionally agreed to the modifications to the Indemnification Provisions set forth in the Order in connection with their retention in these chapter 11 cases.

No Duplication of Services

18. Centerview does not believe that the services that it will render on behalf of the Debtors in these chapter 11 cases will be duplicative of the services performed by any of the other professionals retained by the Debtors, and Centerview intends to use reasonable efforts to coordinate and work together with such other professionals to minimize and avoid duplication of services.

Centerview's Disinterestedness

19. Prior to the Petition Date and pursuant to the Engagement Letter, the Debtors paid Centerview \$350,000.00 in Monthly Advisory Fees and \$10,000.00 in expense retainers.

Centerview has received no other compensation from the Debtors pursuant to the Engagement Letter. As of the Petition Date, Centerview did not hold a prepetition claim against the Debtors for fees or expenses related to services rendered in connection with the engagement.

20. In connection with its proposed retention by the Debtors in these chapter 11 cases, Centerview attempted to determine whether it had any conflicts or other material relationships that might cause it not to be disinterested or to hold or represent an interest adverse to the Debtors. In connection with this inquiry, Centerview obtained from the Debtors and their professionals the names of individuals and entities that may be parties-in-interest in these chapter 11 cases (the “Potential Parties-in-Interest”). A list of the Potential Parties-in-Interest is provided on **Schedule 1** attached hereto.

21. To the best of my knowledge, information, and belief, Centerview has not represented any Potential Parties-in-Interest in connection with matters relating to the Debtors, their estates, assets, or businesses and will not represent other entities which are creditors of, or have other relationships to, the Debtors in matters relating to these chapter 11 cases.

22. As part of this inquiry, Centerview entered the names of the Potential Parties-in-Interest into its computer database of existing and prior client and similar relationships. The list generated from Centerview’s client database is over-inclusive. Through this process, Centerview determined that it currently has and/or formerly had a relationship with certain of the Potential Parties-in-Interest (and/or their affiliates or entities that Centerview believes to be affiliates, as the case may be) on matters wholly unrelated to the Debtors or these chapter 11 cases. To the best of my knowledge, information, and belief, and based on such internal review process, **Schedule 2** lists Potential Parties-in-Interest (and/or their apparent affiliates or entities that Centerview believes to be affiliates, as the case may be) with which Centerview currently has or

formerly had a client or similar relationship on matters wholly unrelated to the Debtors or these chapter 11 cases, including but not limited to engagements to provide financial advisory services (including situations where the Potential Party-in-Interest is or was only a member of a group of lenders, creditors or equity owners that Centerview represented) and entities with whom Centerview has engaged in or is currently engaged in an ordinary course business development dialogue. For example, I note that Centerview has represented affiliates of Bank of America, Bank of America, N.A., FMR LLC, LCM Asset Management LLC, Nuveen Asset Management, LLC, and Octagon Credit Investors LLC, all of which are lenders to the Debtors and Potential Parties-in-Interest, in their capacity as members of creditor and noteholder groups in other restructuring matters. I further note that Centerview's only relationship with the known affiliates of the Debtors is through its current engagement with the Debtors.

23. Moreover, Centerview has in the past and may continue to provide financial advisory services to certain private equity firms, affiliates of which are Potential Parties-in-Interest, and/or certain of their portfolio companies and other entities in which they have investments, in matters unrelated to these chapter 11 cases. These relationships are in no way connected with matters relating to the Debtors, their estates, assets or businesses, and do not impair Centerview's disinterestedness with respect to the Debtors and their estates in these chapter 11 cases. To the best of my knowledge, information and belief, insofar as I have been able to ascertain after reasonable inquiry, none of these relationships are adverse to the Debtors' interests.

24. As part of Centerview's diverse business, Centerview appears or may appear as a financial advisor or an investment banker in numerous cases, proceedings, or transactions involving attorneys, accountants, investment bankers, and financial consultants, some of whom may represent claimants and Potential Parties-in-Interest or be claimants and Potential

Parties-in-Interest in these chapter 11 cases. Further, Centerview (including its professionals through their prior employment) has in the past, and may in the future, be represented by attorneys and law firms, some of whom may be involved in these chapter 11 cases. In addition, Centerview (including its professionals through their prior employment) has in the past and will likely in the future be working with, against or for other professionals involved in these chapter 11 cases in matters unrelated to these chapter 11 cases. In addition, Centerview has been in the past, and likely will be in the future, engaged in matters unrelated to the Debtors or these chapter 11 cases in which it works with or against or has mutual clients with other professionals involved in these chapter 11 cases. In particular, Centerview may also be engaged to represent, or may have been engaged to represent in the past, committees or groups of lenders, creditors, or equity owners in matters unrelated to the Debtors or these chapter 11 cases, some of which are included on the Potential Parties-in-Interest list. Furthermore, as set forth on Schedule 3, Centerview has vendor relationships with certain of the entities listed as Potential Parties-in-Interest, including law firms, unrelated to the Debtors or these chapter 11 cases. Based on our current knowledge of the entities listed as Potential Parties-in-Interest in these chapter 11 cases and the professionals involved, none of these business relations constitute interests materially adverse to the Debtors in matters upon which Centerview is to be engaged in these chapter 11 cases.

25. Other than as referenced herein or set forth on Schedule 2, I am unaware of any existing or prior client or similar relationships that Centerview has had with the Potential Parties-in-Interest. Centerview has not been engaged to assist any entity or person other than the Debtors on matters relating to, or in connection with, these chapter 11 cases. If the Court approves the proposed employment of Centerview by the Debtors, Centerview will not accept any engagement or perform any services in relation to these chapter 11 cases for any entity or person

other than the Debtors. Centerview is a global investment banking and advisory firm. Given the size of Centerview and the breadth of Centerview's client base, it is possible that Centerview may now or in the future be engaged by one or more of the Potential Parties-in-Interest in matters unrelated to the Debtors or these Chapter 11 Cases without my knowledge. In addition, the Debtors may have customers, creditors, competitors, and other parties with whom they maintain business relationships that are not listed as Potential Parties-in-Interest and with whom Centerview may now or in the future have engagements or maintain material commercial or other professional relationships. To the extent that Centerview discovers any, or enters into any new material commercial or other professional relationship with Potential Parties-in-Interest, it will use reasonable efforts to supplement this disclosure to the Court.

26. Further, Centerview has legal and separate affiliates and related parties (the "Corporate Group Entities") that engage in a variety of investment activities. Among the Corporate Group Entities are (i) "Centerview Capital Consumer," the consumer private equity investment business sponsored by Centerview Capital Holdings LLC and its affiliates ("Centerview Capital"), and the various entities and funds that are engaged in such business, and (ii) "Centerview Capital Technology," the technology growth equity investment business sponsored by Centerview Capital, and the various entities and funds that are engaged in such business. The Corporate Group Entities do not reside in the same corporate structure as Centerview. The Centerview employees providing services in connection with these chapter 11 cases have no control over investment or business decisions made for the Corporate Group Entities, and because of physical and electronic information barriers and other compliance policies and procedures, have no access to any confidential information of the Corporate Group Entities. Likewise, the investment professionals responsible for the Corporate Group Entities' day-to-day

portfolio management have no access to any confidential information relating to Centerview's work for the Debtors. However, I note that certain partners of Centerview are partners in Centerview Capital Consumer and Centerview Capital Technology and serve on their respective investment committees. Further, I am informed that Centerview Capital Consumer indirectly holds a less than 15% equity interest in Advantage Solutions, Inc. ("Advantage Solutions"), the publicly traded parent company of Advantage Sales & Marketing Inc., a vendor of the Debtors and a Potential Party-in-Interest. With the exception of this investment, none of the Corporate Group Entities holds an ownership interest in, or debt of, any of the Debtors or the other Potential Parties-in-Interest.⁶

27. Based upon my understanding from Centerview's internal compliance group, Centerview's internal compliance group, which sits above Centerview's investment banking deal teams and the investment professionals within the Corporate Group Entities, has real-time access to the identities of the companies in which the Corporate Group Entities invest. As part of Centerview's search for relationships between any of the Corporate Group Entities and the companies in which they are invested, on the one hand, and the Potential Parties-in-Interest, on the other hand, Centerview's internal compliance group compared the Corporate Group Entities and the companies in which they are invested to the list of Potential Parties-in-Interest. Centerview's internal compliance group, consistent with its standard practice, did not inform any of the Corporate Group Entities that it was conducting this comparison. Furthermore, were any of the Corporate Group Entities to make a new investment, which is unlikely given that the investment period for the Corporate Group Entities has expired, Centerview's internal compliance group

⁶ Vehicles sponsored by Centerview Capital Consumer and Centerview Capital Technology currently have only 1 and 4 investments, respectively.

would be made aware before the investment is made and would be in a position to review that investment against the Potential Parties-in-Interest and update Centerview's prior disclosures or take other action as necessary.

28. Based on the foregoing, I believe that the Corporate Group Entities' investment activities do not present a conflict of interest with respect to Centerview's retention by the Debtors in these chapter 11 cases. If any of the Corporate Group Entities subsequently invest in any of the Potential Parties-in-Interest, or if Centerview becomes aware that any entity in which any of the Corporate Group Entities is invested subsequently becomes a Potential Party-in-Interest, Centerview will use reasonable efforts to file a supplemental declaration, as required by Bankruptcy Rule 2014(a). Moreover, I note that certain of the Potential Parties-in-Interest may now or in the future invest in funds that are managed by the Corporate Group Entities or co-invest with the Corporate Group Entities, but I do not believe that these potential relationships create a conflict of interest for Centerview regarding the Debtors or these chapter 11 cases.

29. I note that James Kilts, David West and Brian Ratzan, principals of Centerview Capital Consumer, are members of the Board of Directors of Advantage Solutions (the "Advantage Solutions Board"), which is described above. Mr. Kilts is the Chairman of the Advantage Solutions Board. Messrs. Kilts, West and Ratzan are not employees of Centerview, do not share in any of the profits of Centerview (including any fees that may be paid by the Debtors to Centerview), and have no role in the governance of Centerview in any respect. Further, Messrs. Kilts, West and Ratzan do not have access to confidential information relating to Centerview's work for the Debtors, and are not physically located in any Centerview office. Accordingly, I believe that the foregoing board memberships do not present a conflict of interest regarding the Debtors or these chapter 11 cases.

30. To the best of my knowledge and belief after reasonable inquiry, neither I, Centerview, nor any Centerview employees participating in Centerview's engagement with the Debtors: (a) is related to or has any connection with the U.S. Trustee for the District of Delaware or anyone employed in the Office of the U.S. Trustee for the District of Delaware or (b) is related to or has any connection with any United States Bankruptcy Judge for the District of Delaware, including the judge assigned to these chapter 11 cases.

31. To the best of my knowledge and belief, insofar as I have been able to ascertain after reasonable inquiry, Centerview has no agreement with any other entity to share with such entity any compensation received by Centerview in connection with these chapter 11 cases. No promises have been received by Centerview as to compensation for Centerview in connection with these chapter 11 cases other than in accordance with the Engagement Letter.

32. Certain employees of Centerview were formerly employed by other investment banking, financial services or other professional services firms that are among, or represent other parties that are among, the creditors, equity holders, or other Potential Parties-in-Interest in these chapter 11 cases in connection with matters unrelated to the Debtors and these chapter 11 cases. For example, I note that Karn Chopra, a partner of Centerview, who is working on this engagement, was previously employed by AlixPartners, a bankruptcy professional in these cases and a Potential Party-in-Interest, over twenty years ago. I do not believe that these matters create a conflict of interest regarding the Debtors or these chapter 11 cases.

33. In addition, certain employees of Centerview and certain of such persons' relatives may directly or indirectly hold, in the ordinary course, debt or equity securities of the Debtors or certain of the Potential Parties-in-Interest. However, based upon the information that has been provided to me, I believe that any such holdings are insignificant and, to my knowledge, none of

these investors controls or has any influence on such Potential Parties-in-Interest. Therefore, I do not believe these investments, considered separately or collectively, are material or create a conflict of interest regarding the Debtors or these chapter 11 cases.

34. Finally, I note that John Roos, who was a senior advisor to Centerview from 2014 through the end of 2024, is a member of the board of directors of Salesforce, Inc., a vendor of the Debtors and a Potential Party-in-Interest. As a senior advisor, Mr. Roos was a part-time independent contractor. Mr. Roos was not an employee of Centerview. He did not share in any of the profits of Centerview (including any fees that the Debtors have paid to Centerview) and had no role in the governance of Centerview in any respect. Further, Mr. Roos did not have access to confidential information relating to Centerview's work for the Debtors, and was not physically located in any Centerview office. Accordingly, I believe that the foregoing board membership does not present a conflict of interest regarding the Debtors or these chapter 11 cases.

35. In light of the number of the Debtors' creditors, Potential Parties-in-Interest, and potential additional parties-in-interest, neither I nor Centerview am able conclusively to identify all potential relationships at this time, and we reserve the right to supplement this disclosure as additional material relationships come to our attention. In particular, among other things, Centerview may have relationships with persons who are beneficial owners of Potential Parties-in-Interest and persons whose beneficial owners include Potential Parties-in-Interest or persons who otherwise have relationships with Potential Parties-in-Interest. Moreover, Centerview employees may have relationships with Potential Parties-in-Interest, persons that may become parties-in-interest in this case, or persons that have business relationships with the Debtors or are competitors of the Debtors.

36. Based on the foregoing, to the best of my knowledge and belief, insofar as I have been able to ascertain after reasonable inquiry, Centerview and the employees of Centerview that will work on this engagement do not hold or represent any interest adverse to the Debtors or their estates, and Centerview is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, in that Centerview and the employees of Centerview that will work on this engagement:

- a. are not creditors, equity security holders, or insiders of the Debtors;
- b. were not, within two years before the Petition Date, a director, officer, or employee of the Debtors; and
- c. do not have an interest materially adverse to the Debtors, their respective estates, or any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with, or interest in the Debtors, or for any other reason.

37. To the extent that any new material facts or relationships bearing on the matters described herein during the period of Centerview’s retention are discovered or arise, Centerview will use reasonable efforts to file a supplemental declaration, as required by Bankruptcy Rule 2014(a)

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Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge, information and belief.

Dated: February 13, 2025
New York, New York

Respectfully submitted,

/s/ Ryan Kielty
Ryan Kielty
Partner

Schedule 1

Potential Parties in Interest

SCHEDULE 1

List of Schedules

<u>Schedule</u>	<u>Category</u>
1(a)	Debtors
1(b)	Known Affiliates / Joint Venture Entities
1(c)	Current and Former Directors and Officers
1(d)	5% or More Equity Holders
1(e)	Bankruptcy Judges and Staff and U.S. Trustee Office Personnel
1(f)	Bankruptcy Professionals Representing Other Parties
1(g)	Banks/Lender/UCC Lien Parties/Administrative Agents
1(h)	Debtor Professionals
1(i)	Governmental-Regulatory Authorities
1(j)	Insurance Providers
1(k)	Landlords
1(l)	Litigation Parties
1(m)	M&A Parties
1(n)	Ordinary Course Professionals
1(o)	Significant Customers
1(p)	Surety & Letters of Credit
1(q)	Top 30 Unsecured Creditors
1(r)	Unions
1(s)	Vendors

SCHEDULE 1(a)

Debtors

Creative Tech Solutions LLC

Creativebug LLC

Dittopatterns LLC

Jas Aviation LLC

Joann Ditto Holdings Inc.

Joann Holdings 1 LLC

Joann Holdings 2 LLC

JOANN Inc.

Jo-Ann Stores LLC

Jo-Ann Stores Support Center Inc.

Joann.com LLC

Needle Holdings LLC

Weaveup Inc.

SCHEDULE 1(b)

Known Affiliates / Joint Venture Entities

Cupixel Inc.

Glowforge Inc.

Jo-Ann Trading (Shanghai) Co. Ltd.

Mylinego Inc.

SCHEDEULE 1(c)

Current and Former Directors and Officers

Aber, Ann	Wittman-Smith, Lisa
Arnoult, Mike, Jr.	Zelwin, Jeremy
Burkholder, Richard	
Campbell, Mary	
Chang, Lily	
Coleman, Brian	
Corrie, Pamela	
Davis, Ryan	
Ditullio, Christopher	
Douglas, Ken	
Dwyer, Jeff	
Edwards, Jeff	
Frizzley, Jill	
Grevely, Gwendolyn	
Hartsig, Joe	
Hawkins, Roger	
Hays, Marybeth	
Holody, Heather	
Horn, Darrell	
Israel, Michelle	
Jager, Maarten	
Kaminski, Robin	
Kennedy, Michael	
Kim, James	
Mehlman, Anne	
Meyer, Peter	
Miller, Eileen	
Moralez, Marcy	
Prendergast, Michael	
Rosenzweig, Stan	
Saporito, Dana	
Sekella, Scott	
Sheldon, Dennis	
Shuster, Ryan	
Sokoloff, Jonathan	
Stalcup, John	
Thibault, Joseph	
Vollmer, Richard	
Wall, Bill	
Webb, Darrell	
Whitehead, Woodson	
Will, Robert	

SCHEDULE 1(d)

5% or More Equity Holders

FMR LLC
LCM Asset Management LLC
Nuveen Asset Management LLC
Octagon Credit Investors LLC
Project Swift LLC
Spinrite Inc.
Symphony Asset Management LLC

SCHEDULE 1(e)**Bankruptcy Judges and Staff and U.S. Trustee Office Personnel**

Attix, Lauren	Serrano, Edith A.
Barksdale, Nickita	Shannon, Brendan L., Hon
Bates, Malcolm M.	Sierra-Fox, Rosa
Batts, Cacia	Silverstein, Laurie Selber, Hon.
Bello, Rachel	Stickles, J. Kate, Hon.
Brady, Claire	Subda, Paula
Bu, Fang	Thomas, Elizabeth
Capp, Laurie	Vara, Andrew R.
Casey, Linda	Walker, Jill
Cavello, Robert	Walrath, Mary F., Hon.
Chan, Ashley M., Hon.	Washington, Nikki
Cudia, Joseph	Wynn, Dion
Dice, Holly	Yeager, Demitra
Dorsey, John T., Hon.	
Dortch, Shakima L.	
Farrell, Catherine	
Fox, Timothy J., Jr.	
Gadson, Danielle	
Giordano, Diane	
Girello, Michael	
Goldblatt, Craig T., Hon.	
Green, Christine	
Hackman, Benjamin	
Haney, Laura	
Horan, Thomas M., Hon.	
Hrycak, Amanda	
Johnson, Lora	
Jones, Nyanquoi	
Konde, Hawa	
Leamy, Jane	
Lipshie, Jonathan	
Lopez, Marquietta	
Lugano, Al	
McCollum, Hannah M.	
McMahon, Joseph	
Nyaku, Jonathan	
O'Boyle, Una	
O'Malley, James R.	
Owens, Karen B., Hon.	
Ranieri, Joan	
Richenderfer, Linda	
Schepacarter, Richard	

SCHEDULE 1(f)

Bankruptcy Professionals Representing Other Parties

Alixpartners LLP

Choate Hall & Stewart LLP

Gibson, Dunn & Crutcher LLP

Katten Muchin Rosenman LLP

Morgan Lewis & Bockius LLP

SCHEDULE 1(g)

Banks/Lender/UCC Lien Parties/Administrative Agents

1903 Partners LLC	Trends International LLC
1903P Loan Agent LLC	Trimaran Advisors LLC
3551300 Canada Inc.	U.S. Bank NA
Apex Credit Partners LLC	Universe Group Inc.
Bank of America NA	Washington Savings Fund Society FSB
BC Partners Advisors LP	Wells Fargo Bank NA
BMO Bank NA	West Broadway Distribution Services LLC
BNP Paribas SA	Wilmington Savings Fund Society FSB
Centerbridge Credit CS LP	Zais Leveraged Loan Master Manager LLC
De Lage Landen Financial Services Inc.	
DoubleLine Capital LP	
Eurographics Inc.	
FMR LLC	
Generate Advisors LLC	
Heartland Bank	
Hewlett-Packard Financial Services Co.	
HPS Investment Partners LLC	
Huntington National Bank, The	
IG Design Group Americas Inc.	
Investcorp Credit Management US LLC	
Jefferies Capital Services LLC	
Johkim Capital Partners Management LLC	
JPMorgan Chase Bank	
Key Bank	
LCM Asset Management LLC	
McCall Pattern Co. Inc., The	
Nuveen Asset Management LLC	
Octagon Credit Investors LLC	
Orchard Yarn & Thread Co. Inc.	
People's Capital & Leasing Corp.	
Philosophy Capital Management LLC	
PNC Bank NA	
Project Swift LLC	
Regions Bank	
Robinson, Diane	
Seix Investment Advisors LLC	
Shenkman Capital Management Inc.	
Simplicity Pattern Co. Inc.	
Spinrite Inc.	
Symphony Asset Management LLC	
TD Bank NA	
TIAA Cref Investment Services	

SCHEDULE 1(h)

Debtor Professionals

Centerview Partners LLC
Cole Schotz PC
Deloitte & Touche LLP
Houlihan Lokey Inc.
Kirkland & Ellis LLP
Kroll Restructuring Administration LLC
Latham & Watkins LLP
Young Conaway Stargatt & Taylor LLP

SCHEDULE 1(i)

Governmental-Regulatory Authorities

CA-JAC-Sales Tax 01008
Ca-Jas-Sales Tax 01008
Ca-Jas-Sales Tax 06008
Ca-Jas-Sales Tax 07008
CO-JAS-Sales 042
CT-JAS-Sales Tax 04100
FL-JAC-Sales Tax
FL-JAS-Sales Tax 00001
GA-JAS-Sales 041
IA-JAS-Sales Tax 00300
ID-JAS-Sales Tax 04008
IL-JAS-Sales Tax 0411
IL-JAS-Sales Tax 0412
IN-JAS-Sales Tax RST
KS-JAS-Sales 04201
KY-JAS-Sales Tax 041
MA-JAS-Sales Tax 0137D
MD-JAS-Sales Tax 04100
MI-JAS-PPD Sales 04200
MN-JAS-Sales Tax 002
Mo-Jas-Sales Tax 04199
NC-JAS-Sales 04120
NE-JAS-Sales 04100
NJ-JAS-Sales Tax 04110
NM-JAS-Sales Tax 046
NV-JAS-SUT
NY-COM-Sales Tax Promptax
NY-JAS-Sales Tax
OH-JAS-Sales Tax 04200
OH-JAS-Use Tax 04500
OK-JAS-Sales 04200
PA-JAS-Sales Tax St301
Pension Benefit Guaranty Corp.
SC-JAS-Sales Tax 14701
TN-JAS-Sales 02001
Tulare, County of (CA)
TX-JAC-Sales Tax
TX-JAS-Sales 26020
UT-JAS-Sales 0400
VA-JAS-Sales Tax 00041
WA-JAS-Sales Tax 04101
WI-JAS-Sales Tax 04100

SCHEDULE 1(j)

Insurance Providers

AIG Specialty Insurance Co.
Allianz Global Risk US Insurance Co.
Allied World Assurance Co. Holdings Ltd.
American Guarantee & Liability Insurance Co.
AXA XL
Axis Insurance Co.
Berkley Insurance Co.
Chubb Ltd.
Continental Casualty Co.
Continental Insurance Co., The
Endurance Assurance Corp.
Everest Indemnity Insurance Co.
Firemans Fund Insurance Co.
HCC Specialty Insurance Co.
Liberty Insurance Corp.
Liberty Mutual Fire Insurance Co.
National Union Fire Insurance Co.
Navigators Insurance Co.
Sompo International Holdings Ltd.
Swiss Re AG
Travelers Property Casualty Co. of America
Westfield Specialty Insurance Co.
Zurich American Insurance Co.

SCHEUDLE 1(k)**Landlords**

1645 N. Spring Street LLC	ARG Mhmornc001 LLC
1800 Crawford Rd LLC	ARG Otoweky001 LLC
1943 Holdings LLC	AR-G&Erie LLC
200 Lincoln Retail LLC	Argo Idaho Falls LLC
24 HR Vegas LLC	Argo Tieton LLC
259 Indiana Holding LLC	Aria Investments LLC
380 Towne Crossing LP	Arizona Partners Retail Investment Group
380 Younger LLC	LLC
4101 Transit Realty LLC	Arsenal Plaza Associates LLC
4107 Telegraph LLC	Ashley Real Estate LLC
4405 Milestrip HD Lessee LLC	ASL Investments LLC
4908 Associates LLC	ATC Glimcher LLC
5-Mile Investment Co.	Athens Center LLC
700 Alama Investments LLC	Avest LP
730 Center Street Realty LLC	Aviana Co. Ltd.
95 Orrpt LLC	AVR CPC Associates LLC
A.I. Longview LLC	Azco Partners
Abilene Clack Street LLC	B33 Bandera Pointe III LLC
Abrams & Mockingbird #1 Ltd.	B33 Great Northern II LLC
Acacia-Tucson LLC	B33 Milford Crossing LLC
Acadia Merrillville Realty LP	BA Two REIT LLC
ACS Reynolds Plaza OH LLC	Baker/Temple Greensboro LLC
AFP Rockridge 2019 LLC	Barren River Plaza Project LLC
Akron Center Associates LLC	Bayshore Village (US) Inc.
Alameda Crossing Station LLC	B&B South Plaza Holdings LLC
Alamo Center LLC	BBTFC LLC
Albrecht Inc.	BCS Hopper LLC
Almaden Properties LLC	Beach Improvements Owner LLC
Alto Conyers Plaza LP	Beall Grapevine Center LLC
Alto Prince William Square LP	Bear Creek Station LLC
Alturas White Mountain LLC	Bear Pointe Ventures LLC
Amsource Spanish Fork LLC	Beavercreek Towne Station LLC
Angola Square LLC	Belden Park Delaware LLC
Antonio B. Pomerleau LLC	Bemidji Holdings LLC
APSC LLC	Benderson Realty Development Inc.
Arbor Square LLC	Berkeley Mall LLC
Arc Clorlf001 LLC	Big B1 Inc.
Arc Nllklfl001 LLC	Big Y Foods Inc.
Arc Smwmbfl001 LLC	Birch Run Station LLC
Arcadia Fiesta LP	Blair Holdings LLC
Ard Macarthur LLC	BLI Sunset Square LLC
ARG Jafptil001 LLC	Bloomingdale Court LLC

Bloomingdale Owner LLC
Blue Lakes Plaza LLC
Blue Ridge Mall LLC
Bluejay Capital LLC
BMA Joliet Commons LLC
Boulevard Centre LLC
Bradford Plaza Capital Venture LLC
Brandywine Crossing SC LLC
BRE DDR Fairfax Town Center LLC
Brentwood Village LLC
BRF II Baker Square LLC
Brighton Mall Associates LP
Brixmor Capitol SC LLC
Brixmor Exchange Property Owner IV LLC
Brixmor GA Hilltop Plaza LLC
Brixmor GA Seacoast Shopping Center LLC
Brixmor GA Southland Shoppingcenter LLC
Brixmor GA Westminster LLC
Brixmor Holdings 10 SPE LLC
Brixmor Residual Dickson City Crossings LLC
Brixmor Spe 3 LLC
Brixmor Spe 4 LP
Brixmor Spe 5 LLC
Brixmor Venice Village Shoppes LLC
Brixmor/Ia Cayuga Plaza LLC
Brixmor-Lakes Crossing LLC
Brixton AM Fork TIC LLC
Brixton HHU Fork TIC LLC
Brixton MP Fork
Broadmoor Plaza Indiana LLC
Brookfield (E&A) LLC
Butte-iful LLC
Buttrey Realty Co.
BV Waco Central Texas Marketplace LLC
BV Wolf Creek LLC
BVA Deerbrook SPE LLC
BVA SPM SPE LLC
BVCV Union Plaza LLC
BZA Indian Springs LLC
Cabrel Co.
Cafaro Northwest Partnership
Cahill Road Partners LLC
C-A-L Stores Cos. Inc.
Capital Mall JC 1 LLC
Capital Plaza Partners Ltd.
CapRealty 14-Village LC
Car Apple Valley Square LLC
Carrington Co., The
Carwood Skypark LLC
Casa De Luna Ventures LP
Casa Del Sol Ventures LLC
Cascade Square LLC
Castleton Investors LLC
CB Paso LLC
CBL Westgate Crossing Propco LLC
CCA-Renaissance Square Shopping Center LLC
Cedar Crest Square Associates LP
Cedar PCP-San Souci LLC
Center Associates Realty Corp.
Centerra Retail Shops LLC
Centerton Square Owners LLC
Central Mall Realty Holdings LLC
Central Shopping Centers CC LLC
Central Vermont Shopping Center LLC
Centre at Deane Hill, The
Ceres Newington Associates LLC
CGCMT 2006-C4-5422 Shaffer Rd LLC
Chalfont Realty Partners LP
Charter Warwick LLC
Chase Green Mountain LP
Chautauqua Mall Realty Holding LLC
Cheltenham-Ogontz Realty Partners LP
Chestnut Court Darien IL LLC
Chimney Rock Retail Associates LLC
CHM Development
Christiana Town Center LLC
CI Warner Robbins LLC
Clifton Country Road Associates LLC
Clovis-Herndon Center LLC
Coconut Point Town Center LLC
Cofal Partners LP
Col 1005 @ Columbia LLC
Colonia LP
Columbia (Northpointe) WMS LLC
Columbia Cascade Plaza LLC
Columbia Crossing Outparcel LLC
Columbia Mall Partnership
Comm 2007-C9 Northeast D Street LLC
Commercial Reposition Partners 17 LLC

Concord Retail Partners LP
Conejo Valley Plaza 2 LLC
Cookeville TN Investment Partners
COR Route 5 Co. LLC
Core Aurora CS LLC
Cornerstone South County LLC
Corr Commercial Real Estate Inc.
Countryside Center Corona
CPC Madison LLC
CPIF Nugget Mall LLC
CPT Arlington Highlands 1 LP
CPT Riverside Plaza LLC
Crafty AL LLC
CRI Easton Square LLC
Crimson 1031 Portfolio LLC
Cross Creek Plaza Drive LLC
Cross Station LLC
Crossroads Associates LLC
Crossroads of Roseville 2023 LLC
Crosswinds Commons LLC
CSM Corp.
CTL Property Management LLC
CTO23 Rockwall LLC
CTO24 Carolina LLC
CTS Fiduciary LLC
Cullinan Pensacola LLC
Curlew Crossing SC LLC
D&C Wong I LLC
D&H Hawley LLC
Daane's Development Co.
Dadeland Greenery LP
Dahle, Allan L.
Dahle, L. Brent
Dana Drive Investors
Dana Rapid City LLC
Danada Square West Shopping Center LLC
Daniel G. Kamin Eastbrook Enterprises
Danville Mall LLC
Dartmouth Marketplace Associates LLC
Dasada Property Management LLC
DCTN3 509 Panama City FL LLC
DDR PTC LLC
DDR Carolina Pavilion LP
DDR DB SA Ventures LP
DDR Southeast Fountains LLC
DDR Southeast Snellville LLC
DDR Winter Garden LLC
De Anza Properties 4 LLC
Dean Carson WMSPT LLP
Decatur Crossing LLC
Del Amo Fashion Center Operating Co.
LLC
Delta Oaks Group LLC
Deptford Plaza Associates LLC
Deuter 65 LLC
Division Street Acquisition LLC
DJK-Casa Grande LLC
DKS Investments Inc.
Dominion Square-Culpeper LLC
Dove Capistrano Partners LLC
DSM MB IL LLC
DT Ahwatukee Foothills LLC
DT Ashley Crossing LLC
DT University Centre LP
Dudley Trading Associates Nominee Trust
Dunning Farms LLC
Dw28 Fremont LLC
E&A Northeast LP
East Bay Plaza LLC
East Chase Market Center LLC
EC Foundation Schererville LLC
EC Mesa LLC
Echo/Continental Lincoln Village LLC
Ed Schlitt LC
Edwardsville Mall LP
El Camino Promenade LLC
El Gato Grande LP
Emmes LLC
Emser International LLC
Eqyinvest Owner II Ltd. LLP
Erep Forest Hill I LLC
Esplanade at Butler Plaza LLC
Ethan Christopher Arizona LLC
Evansville Associates LP
EVP Auburn LLC
Exeter 2500 N. Plaza LLC
Facchino/Labarbera-Tenant Station LLC
Fairview Hudson LLC
Fairway-Falls LLC
Faribo West Mall LLC
Fayette Pavilion LLC
FB Festival Center LLC

Federal Realty Investment Trust
Fernwood Capital LLC
Festival at Hamilton LLC
Festival Properties Inc.
First & Main North LLC
Fisher Real Estate Partners (Lakewood) LP
Flagler SC LLC
Fletcher Hills Town & Country LP
Fletcher Square LLC
Florence (Florence Mall) FMH LLC
FOF 1073 LLC
Foothill-Pacific Towne Centre
Fort Gratiot Retail LLC
Fort Smith Marketplace LLC
Fountains SC LLC
Four Flaggs Shopping Center LLC
Four J LLC
Fox River Owner LLC
Fox Run LP
Frederick County Square Improvements
LLC
Free Range Ashbridge LLC
Freeway Associates LLC
Freshwater MXL LLC
Frontier Mall Associates LP
Furn USA LLC
Furniture Enterprises of Alaska Inc.
FW CA-Point Loma Plaza LLC
FW CO-Arapahoe Village LLC
G&G Development Co.
G&I IX Primrose Marketplace LLC
G&I Z Centerpoint LLC
G.B. Mall LP
G.E. Pan American Plaza LLC
G.W. Real Estate of Georgia LLC
Gallatin Mall Group LLC
Garden State Pavilions Center LLC
Garrison Forest Associates LP
Gateway Fashion Mall LLC
Gateway Square Shopping Center
Gavora Inc.
GBR Neighborhood Road LLC
GC Ambassador Row LLC
GC Louisiana LLC
Gen3 Investments LLC
GFS Realty Inc.
Gia Khanh LLC
Giacomini Trusts
GII Selection II Florida LP
GLP Flint LLC
Golden Isles Plaza LLC
Goodmen Big Oaks LLC
Gorge Leasing Co.
Governor's Crossing 124 Hudson Street
LLC
Governor's Square Co.
GP Retail I LLC
GP-Milford Realty Trust
Grand Forks LP
Granite Village West LP
Grants Pass Venture LLC
Greenfield LP
GSD Pradsavi Colonial Commons LLC
Gulsons Retail LLC
Gumberg Associates - Springfield Square
Gumberg Associates Cranberry Mall
GVD Commercial Properties Inc.
Hamhic LLC
Hamilton Chase - Santa Maria LLC
Hamilton Village Station LLC
Hampton Plaza LLC
Harrison Street Investors LLC
Hauck Holdings Alexandria LLC
Hawkins-Smith Inc.
Hays Partners II LLC
Hazel Totem LLC
Hermitage Plaza Shopping Center Inc.
HH Golden Gate LLC
Hickman Properties II
Highyon Shopping Center Investment Funds
No. 106 LP
Hillcrest Motors LLC
Hilltop Development Inc.
HJH Iowa 1 LLC
HK New Plan ERP Property Holdings LLC
Hollywood Center Inc.
Holobeam Inc.
Home Depot Plaza Associates Ltd.
Horizon Commons LLC
Houston Lakes Retail Center LLC
HPC-KCB Monterey Marketplace LLC
HPE L12 LMY LLC

HPE S12 LMY LLC	Kir Soncy LP
Hudson Retail LLC	KIR Tampa 003 LLC
Hutchinson Mall Realty Group LLC	Kissimmee West Florida LP
HV Center LLC	Kite Realty Group LP
Hyman Family Trust	Klamath-Jefferson LLC
Hyrosen Properties Inc.	Knoxville Levcal LLC
IA Round Rock University Oaks LP	Kraus-Anderson Inc.
ICA BFC Venture LLC	KRCX Price Reit LLC
Igi21 Katy LLC	KRG Bel Air Square LLC
Indian Hills Plaza LLC	KRG Cool Springs LLC
Ing, Ing & Foon LLP	KRG Market Street Village LP
Integris Ventures-TC LLC	KRG Sugar Land Colony LLC
IRC 555 W. Roosevelt Road LLC	L&L Properties of Sterling LLC
IRC Eastgate Crossing LLC	L.H.W.O.P. LLC
Irongate Associates LLC	La Habra Westridge Partners LP
Isaac Home Depot Findlay Ltd.	La Paz Shopping Center LP
Isaac Northtowne East Defiance Ltd.	Lafayette Plaza Inc.
Isaac Property & Holdings LLC	Lake Charles PC LP
Isram Riverwalk LLC	Lake Geneva Retail Leaseco LLC
J&H Hollywood LLC	Lake Park Investors LLC
J2H 127 Building LLC	Lake View Plaza Owner LLC
Jackson Gojo 2014 LP	Lakeview Plaza (Orland) LLC
Jackson Properties LLC	Lakewood Station LLC
Japm Plaza LLC	Lakewood Village Shopping Park LLC
JBL Savannah Centre NM-Timberstone LLC	Lancaster Development Co. LLC
Jefferson Associates LP	Lavale Plaza LLC
JGD of Tampa LLC	LBD Properties LLC
JJD-HOV Elk Grove LLC	LCR Walpole LLC
Joffeo Square Shopping Center LLC	Lebanon Pad LP
Johnson City Plaza LLC	Ledo International Corp. Ltd.
Joule Park West Owner LLC	Legacy CB LLC
Jumbo Property Group LLC	Legacy Equity Group LLC
KB Riverdale LLC	Legend Hills Properties LLC
KCT LLC	LEJ Properties LLC
Keizer Enterprises LLC	Leo Ma Mall LLC
Khalik Investments 2 LLC	Lima Center LLC
KHP LP	Lincoln Heights Center LLC
Kimco Realty/Rpt West Oaks II LLC	Linda Barrett Properties LLC
Kimco Riverview LLC	Lindale Mall Realty Holding LLC
Kimco Westlake LP	LMC LP
King Crossing LLC	Lnn Enterprises Inc.
Kir Cary LP	Louisiana Revitalization Fund LLC
Kir Covina LP	LRG Santiam Albany LLC
KIR Federal Way 035 LLC	LTC Retail LLC
Kir Maple Grove LP	LVP Center LLC
	Lynnwood Tower LLC

Mack13 LLC
Madison Place LLC
Madison Victory Group LLC
Makabe & Makabe LLC
Malone Plaza Realty LLC
Mancini Properties Inc.
Mann Enterprises Inc.
Manor Development Co.
Map Belton LLC
Mariner Plaza Realty Associates LLP
Market Place Shopping Center LLC
Market Point I LLC
Marketplace At Vernon Hills LLC
Marple XYZ Associates LP
Marshfield Centre LLC
Maverick Box V LLC
MC Co. LLC
MCD-RC CA-El Cerrito LLC
McGrath-Rhd Partners LP
McKay Commercial Properties LLC
MCP - Wellington LLC
McWain LP
MDM Equity-2012 LLC
MDR Dover LP
Medina Grande Shops LLC
Metro Centre
Meyerland Retail Associates LLC
MFBY Ocala LLC
MFN Equities LLC
MG Properties Group
MGP XII Sunrise Village LLC
Midlo Younger LLC
Midtown Commons Shopping Center
Midway Market Square Elyria LLC
Midway Shopping Center LP
Midwest Centers LP
Milan Real Estate Investments LLC
Millbrae Square Co.
Ming Retail Plaza LLC
Minot Town & Country Investors LLP
Mississippi Edgewater Square Investors
LLC
ML 96000 LLC
MLO Great South Bay LLC
Mobile Festival Acquisition LLC
Mobile Festival Centre
Monroe Crossing Owner LLC
Monroe Retail Group LLC
Mont Reverse Exchange LLC
Montgomery Commons Associates
Montgomery Realty Group Inc.
Mount Vernon Plaza Associates LLC
Moyal Group Inc., The
MP Elko LLC
MP Northglenn Investors LLC
MPG Huntsville Plaza LLC
Mrof I - Nampa LLC
MSCI 2007-IQ14 Crossings Road LLC
Murray-Bart Associates
Muscatine Mall Management II LLC
Myrtle Beach Farms Co. Inc.
N&H Lapeer LP
NADG NNN JFAB (BLO-IL) LP
NADG/TRC Lakepointe LP
Naper West LLC
Naperw LLC
Nattan LLC
New Hartford Shopping Center Trust
New Port Richey Development Co. LLC
New Towne Center Owner LLC
New Towne Mall Realty Holding LLC
Niagara Square LLC
Niemann Holdings LLC
Niki Auburn Mile LP
NNN REIT Inc.
NNN Yulee FL Owner LP
Nonnenmann Family LLC
Norber Trust
North Attleboro Marketplace II LLC
North Geneva Commons LLC
North Main Phase II & III LLC
North Pointe Centre LLP
North Valley Plaza LLC
Northern Rose Hanover LP
Northgate Retail Partners
Northgate Station LP
Northpark Mall/Joplin LLC
Northway Mall Properties Sub LLC
Novus-Crestwood Sams LLC
NVR Investments LLC
NW Plaza Associates 1 LLC
NW Plaza Muncie LLC

Oak Valley Centre LLC
Ohio Valley Mall Co.
Omega Sonora LLC
One Oak Investments LLC
Ontario Gateway JH Retail XIX LLC
Orchards Market Center LLC
Orem Family Center LLC
ORF VII Felch Street LLC
ORF VIII Lakeland Plaza LLC
ORF X Waterside LLC
OSJ of Seekonk LLC
Outer Drive 39 Development Co. LLC
Overlook Village Asheville LLC
OWRF Baybrook LLC
Oxford Valley Road Associates LP
P.M.C. Associates Inc.
Pacific Realty Associates LP
Packard Plaza Partners LLC
Pal Properties
Palani Properties LLC
Palouse Mall LLC
Panos Properties LLC
PAPF Roseburg LLC
Paradise Atlantic Holdings LLC
Park Associates
Park Plaza Inc.
Park Plaza Joint Venture LLC
Park Station LLC
Parkview Plaza Associates I LLC
Parkway VF LLC
Pavilions North Shopping Center 18 LLC
PBA LL LLC
PC II Vertical LLC
Peckham Square LLC
Pedersen, Floyd
Pennmark Coventry Holdings LLC
Penny Racine LLC
Peru GKD Partners LLC
Petereit Investments Inc.
PH 706-750 N Casaloma Dr LLC
Phil Simon Enterprises Inc.
Pine Tree Partners LLC
Pitt Realty LLC
PK I Gresham Town Fair LLC
PK I Silverdale Shopping Center LLC
Platte Purchase Plaza LLC
Plaza 20 Inc.
Plaza 41 LLC
Plaza at Buckland Hills LLC
Plaza at Countryside LLC
Plaza Enterprises
Plaza Farmington IV LLC
Plover WI Holdings LLC
Plymouth Center LP
PM Co., The
PMAT Waterside LLC
PNS Stores Inc.
Polaris Towne Center SC LLC
Pompano MZL LLC
Pontiac Mall LP
Port Angeles Plaza Associates LLC
Portal Plaza LP
Poughkeepsie Plaza Mall LLC
Poway Investment Co.
Preston Forest SC LLC
Prewitt's Highway 54 Enterprises LLC
Pride Center Co. LLC
Prime Properties Investors Fund VIII LP
Progress Square Partners LP
Provo Creekview
PRTC LP
PSC Medford LLC
PTC TX Holdings LLC
Pullman Square Associates
PVSC Co.
Pyramid Mall of Hadley Newco LLC
PZ Southern LP
PZ Southland LP
QBW Investments LLC
QCM Partners LLC
Quakertown Holding Corp.
Queensbury Plaza I LLC
Quincy Cullinan LLC
R/M Vacaville Ltd. LP
RAF Investments Ltd.
Raleigh Enterprises LLC
Rancho Dowlen LLC
Rancho Lebanon LLC
Randall Benderson 1993-1 Trust
Rawson Blum & Leon
Raynham Station LLC
Razor Ranch Marketplace Associates LLC

RB Merchants LLC	RPT West Oaks II LLC
RB-3 Associates	RSS Wfrbs2011-C3 -De Pmhn LLC
RCG-Bradley VII LLC	Rural King Realty LLC
RCG-Pocatello VII LLC	RVA West Broad LLC
RCG-Rockwell LLC	Sagamore TOV LLC
Real Sub LLC	Saginaw Center LLC
Realty Income Corp.	Sahuarita Plaza LLC
Realty Income Properties 31 LLC	Salt City Development Co. LLC
Red Queen LLC	Sammut Brothers
Redding Mhp Estates LP	Sand Capital VI LLC
Regency Austin LLC	Santa Susana Grf2 LLC
Regency Campbellsville LLC	Santan MP LP
Regency Centers LP	Saroni Real Estate LLC
Regency Central Indiana LLC	Schnitzer Properties LLC
Regency Indiana Enterprises LP	Schottenstein Property Group Inc.
Regency Jasper LLC	SCT Rio Hill LLC
Regency Vernal LLC	SDD Inc.
Renaissance Partners I LLC	SDM Development Co. LLC
Rhino Holdings Arden LLC	Seco/Arroyo Shopping Center LP
Rhino Holdings Nampa LLC	Selig Enterprises Inc.
Rhino Holdings Rockford LLC	Sequoia Plaza Associates LP
Rhino Holdings Turlock LLC	Seven Corners Center LLC
Richmond Road Plaza LLC	SEYCO21 LLC
Richmond Station LLC	SGG Sterling LLC
Richwal LLC	Shelby Town Center Phase I LLC
River Park Plaza LP	Shelbyville Road Plaza LLC
River Ridge Mall JV LLC	Sherman Commons LP
Riverchase CC LP	SHJR LLC
Riverdale Crossing LLC	Shoppes at River Crossing LLC
Riverson LLC	Shoppes LP, The
Riverside Woodman Partners	Shopping Center Associates
Riverwood Ruskin LLC	Shops at St. Johns LLC
RK Pembroke Pines LLC	Shrewsbury Village LP
RMAF I LLC - The City Portfolio (Dublin)	Shri Swamine LLC
RMAF LA LLC	Siegen Lane Properties LLC
R-Montana Associates LP	Sierra Lakes Marketplace LLC
Rochester Crossing LLC	Sierra Vista Mall Realty Holding LLC
Rockstep Meridian LLC	Silas Creek Improvements LLC
Rockstep Willmar LLC	Silver Lake Center LLC
ROF TA Kohler LLC	Silvernail Associates LP
ROIC Fullerton Crossroads LLC	Sky Midland Holdings LLC
Rouse Cos. LLC, The	Sm Mesa Mall LLC
Roxville Associates	Smart Cienega SPE LLC
RPI Ridgmar Town Square Ltd.	Smb Holdings LLC
RPT Newnan LLC	Smith Land & Improvement Corp.
RPT Realty LP	Soap Champaign LLC

South End Investors LLC
 South Frisco Village SC LP
 South Park Plaza Inc.
 South Peak Capital LLC
 South Town Plaza Realty LLC
 Southaven Town Center II LLC
 Southgate Square Virginia LLC
 Southington/Route 10 Associates LP
 Southwest Commons 05 A LLC
 SP 35 LP
 Spirit BD Reading PA LLC
 Spirit Master Funding IV LLC
 Spirit Properties Ltd.
 Spirit Spe Loan Portfolio 2013-3 LLC
 Spirit SPE Loan Portfolio 2013-63 LLC
 Spring Creek Improvements LLC
 Spring Creek Owner LLC
 Springfield Plaza Associates LLC
 Square One Partners LLC
 SRK Lady Lake 21 SPE LLC
 SRL Crossings at Taylor LLC
 SSS Willowchase Investment LLC
 Stockbridge Courtland Center LLC
 Suburban Plaza LLC
 Suburban Realty Joint Venture
 Suemar Realty Inc.
 Sugarland Plaza LP
 Summit Towne Centre Inc.
 Sunbeam Development Corp.
 Sunmark Property LLC
 Sunset-River LLC
 Sure Fire Group LLC
 Suso 4 Forest LP
 SUSO 5 Northlake LP
 Svap Fairfax LLC
 SVAP III Coral Landings LLC
 Svap IV Presidential LLC
 SVM - 10108887 LLC
 SWP Wabash Properties I LLC
 T Danville Mall LLC
 T Mesquite MKT WVS TX LLC
 T Peoria II LLC
 T Southern Tier NY LLC
 T Southern Tier PIL NY LLC
 TAG DE LLC
 Tam Partners LP
 Tamarack Village Shopping Center LP
 Tamburro Properties II LLC
 Tampa Palms Shopping Plaza LLC
 Taylor Square Owner LLC
 TBF Group Sutters Creek LLC
 Tejas Center Ltd.
 Terranomics Crossroads Associates
 Terrace at Florida Mall LP
 TH Honey Shops LLC
 THF Greengate Development LP
 Tifton Plaza Owner LLC
 Tigard Plaza LLC
 TJ Center I LLC
 TKG Colerain Towne Center LLC
 TKG Powder Basin LLC
 TKG Rock Bridge Center LLC
 TMA-Livcom LLC
 Tolson Enterprises Inc.
 Tony Sammut Investments
 Torrington Plaza LLC
 Towers Retail LLC
 Town & Country Chicago Association LLC
 Town Center I Family Partnership LP
 TPP 217 Taylorsville LLC
 Transform Bohemia NY LLC
 Tri Marsh Realty LLC
 Tri-County Plaza 1989 LP
 Triple Bar Prince William LLC
 Triple Net Clinton LLC
 Tri-W Group
 Truss Greenwood In LLC
 Tucanada Holdings
 Twin City Estate Corp.
 Twin Peaks Holdings LLC
 Two Guys Partners LLC
 TXC Capital LLC
 Tyler Broadway/Centennial LP
 U-Blaine Properties LLC
 UFPTFC LLC
 Ultimate Retail Realty LLC
 University Hills Plaza LLC
 University Park Associates LP
 University Place Improvements Owner LLC
 University SP LLC
 US Retail Partners LLC
 Vanderwall Family LP

Vault Avenida Roseville Fabrics LLC
Venture Hulen LP
Ventures Karma LLC
VEREIT
Vernco Belknap LLC
Vestal Parkway Plaza LLC
Vestar Best in the West Property LLC
Vestar DRM-Opc LLC
Vickerry Realty Co. Trust
Viking Plaza Realty Group LLC
Village Crossing Partners LLC
Vincennes Center LLC
Volante Investments LLLP
Von Karman Plaza LLC
Vulcan Properties Inc.
Walz Capital LLC
Warnack, Shaughne S.
Warwick Realty LLC
Washington Prime Management Associates LLC
Washington, State of, Department of Natural Resources
Waterford Lakes Town Center LLC
Waterford Park North Associates LLC
Waterloo Crossroads Property LLC
WD Joann LLC
Wegman's Real Estate
Weingarten Nostat Inc.
Weingarten Nostat LLC
Weirfield Coal Inc.
Wellman Family LP
Westbury Rental
Westford Valley Marketplace Inc.
Westgate Mall Realty Group LLC
Westgate Woodland LLC
Westminster Granite Main LLC
Westover Crossing LLC
WH Plaza LLC
Wheaton Plaza Regional Shopping Center LLC
WHLR-Village of Martinsville LLC
Widewaters Roseland Center Co. LLC
Williams Family Trust, The
Williamsburg Developers LLC
Willow Creek Center Outlet II LLC
Wilshire Plaza Investors LLC
Wilshire Plaza LP
Winkal Holdings LLC
Winter Street Partners Waterville LLC
Witte Plaza Ltd.
Wittman Wenatchee LLC
WLPX Hesperia LLC
Woodmont Co., The
Woodmont Criterion Slidell GP LLC
Woodpark SC LLC
WPI-Grand Plaza San Marcos LLC
WRD Hanover LP
WRI/Greenhouse LP
Wright Family Enterprises LLC
WRI-URS Meridian LLC
YBF Merchants LLC
Yoo Jin Lodging Inc.
York Value Center LP
Yosemite Park Shop Center 05A LLC
Yuba Raley's 2003 LLC
Zane Plaza LLC
Zaremba Metropolitan Midlothian LLC
Zeier Tov LLC
Zero West Park Realty Trust
Zolo LLC
ZRP Crosspointe Plaza LLC

SCHEDULE 1(l)

Litigation Parties

Balabbo, Precila
Blank, Allison
Cheek, Suzanne
Faux, Elizabeth
Happy Products Inc.
JJD-HOV Elk Grove LLC
Montgomery Realty Ltd.
MSCI Crossings Road
Nunez, Gabriel
PCP Group LLC
Rath, Wendy
Sampson, Mario
SD-Sahuarita Properties LLC
Sherman Independent School District (TX)
Williams-Sonoma Inc.

SCHEDULE 1(m)

M&A Parties

Gordon Brothers Retail Partners LLC
[CONFIDENTIAL]

SCHEDULE 1(n)

Ordinary Course Professionals

Adams & Reese LLP
Beveridge & Diamond PC
Bowman & Brooke LLP
Deloitte & Touche LLP
Dickinson Wright PLLC
DLA Piper LLP
Ernst & Young LLP
Farella Braun & Martel LLP
Hahn Loeser & Parks LLP
Harter Secrest & Emery LLP
Husch Blackwell LLP
Jackson Lewis PC
Jones Day
Kastner Westman & Wilkins LLC
Keller Rohrback LLP
Krugliak Wilkins Griffths & Doughtery Co. LPA
Lavin Cedrone Graver Boyd & Disipio
Littler Mendelson PC
Ogletree Deakins Nash Smoak & Stewart PC
Pearne & Gordon LLP
Phillips Murrah PC
Roetzel & Andress LPA
Siegel Jennings Co. LPA
Squire Patton Boggs LLP
Wilson Elser Moskowitz Edelman & Dicker LLP
Wolfsdorf Rosenthal LLP
Wright Lindsey & Jennings LLP

SCHEDEULE 1(o)**Significant Customers**

A.T. Imports Ltd.	Conkright Inc.
Advanced Digital Textiles LLC	Connected Libraries
Affordable Treasures	Crafts Direct
Akron-Summit County Public Library	Cuyahoga County Library
Alachua County Library District	DC Public Library
Alameda County Library	Dealers Discount Crafts & Florals Inc.
Alberta Library, The	Digital Content Associates Ltd.
Alin Party Supply	Discount Drug Mart Inc.
Allegheny County Library Association	Disney Consumer Products Inc.
Allen County Public Library	District of Columbia Public Library
Anne Arundel County Public Library	Dollar Daze Two Inc.
Anoka County Library	Douglas County Library
Anythink Libraries	East Baton Rouge, Parish of (LA)
Arrowhead Library System	Eastern Shore Regional Library
AT Imports Ltd.	Edmonton Public Library
BFS Inc.	Family Fare 1897
Bibliotheque et Archives Nationales	Fisher Hawaii
Billings Public Library	Fort Vancouver Regional Library
Blackhawk Network Holdings Inc.	Fraser Valley Regional Library
Blick Art Materials	Fred W. Albrecht Grocery Co., The
Bonney Lake No. 5970 Inc.	Fulton County Library System
Boston Public Library	Gabe's
Boulder Tools LLC	Gale's Westlake Garden Center Inc.
Brampton Public Library	Gale's Willoughby Garden Center
Brookdale Senior Living Inc.	Giant Eagle
Brooklyn Public Library	Granite Stores of Martha's Vineyard
Calgary Public Library	Great River Regional Library
Carnegie Liberty of Pittsburgh	Greenville County Library System
Carolina Cooperative Library Services	Guru Kirpa Inc (Pfa)
Central Library Consortium	Guru Kirpa Inc.
Chemeketa Cooperative Regional	Hero Arts
Chester County Library System	Hip Stitch
Christchurch City Libraries	Hour Loop Inc.
Christmas Mouse Inc., The	I Want Monster
Cincinnati & Hamilton County Public Library	ICM Distributing Co. Inc.
Cleveland Clinic	Incomm Payments
Cleveland Clinic Florida Hospital Inc.	Indianapolis-Marion County Public Library
Cleveland Public Library	J&M Variety Stores Inc.
Collier County Library	J.A. Riollano Co. Inc.
Colony Brands Inc.	JA Riollano Co. Inc.
Columbus Metropolitan Library	Jefferson County Library
	Jefferson Parish Library

Jeson Enterprises Inc.
Kitsap Regional Library
Konrad Hornschuch AG
Lake County Public Library
Lakeshores Library System
Lancaster General Health
Las Cruces Public Libraries
Las Vegas-Clark County Library
Laurie Dash & Sons Inc.
Let's Make Art Holdings LLC
Lewisville Public Library
Libraries AR Holding
Library Foundation for Sarasota County
Local 881 UFCW
Lorain Public Library System
Manchester City Library
Mask Partners Inc.
Materialised Pty Ltd.
Meijer Inc.
Metronet Consortium
Metropolitan Library Commission
Metropolitan Library System
MI Shopping Deals LLC
Mid York Library System
Montgomery County Public Libraries
Nassau Library System
New Castle County Libraries
New Orleans Public Library
Nordstrom Inc.
Notions Marketing Corp.
Oakland Public Library
Ocean County Library
Ocus USA Inc.
Olentangy River Group LLC
Ottawa Public Library
Paint Nite LLC
Palm Beach County Library System
Panaz Ltd.
Pasco, County of (FL)
Phoenix of Anderson
Pioneer Library System
Plaza Artist Materials Midatlantic
Prince George's Memorial Library
Prince William Public Library
Project Repat Inc.
Public Library of Steubenville
Queens Borough Public Library
Rainbow Resource Center Inc.
Randolph County Public Library
Richland County Public Library
Saint Charles City-County Library
Saint Louis County Library
Santa Clara County Library District (CA)
Sarasota County Public Libraries
Sharjah Book Authority
Skytex México SA de CV
Sno-Isle Libraries
Solomon, Victor
Sonoma County Library
Spartanburg County Public Libraries
Splash - Solano Partner Libraries
Springs Window Fashions
St. James, Parish of (LA), Government
St. Louis Public Library
St. Tammany Parish Library
Standard 5-10-25 Cent Stores LLC
Suburban Library Cooperative
Surrey Libraries
Sutex SAS
Symplico Prints Pvt. Ltd.
Taycor Inc.
Taylor Made Scrub Hats LLC
THT S2 Productions LLC
Timberland Regional Library
Trappist Caskets Inc.
U.S. Airforce Libraries
Utah Education Network
Utah State Library
Valley Forge Fabrics Inc.
Vancouver Island Regional Library
Vancouver Public Library-Digital
Volusia County Library System
Warnke Stores Inc.
Whittier Public Library
Wilson's 5 to 1.00 Stores Inc.
Winnefox Library System
Zulily LLC
Zurcher Merchandise Co. Inc.

SCHEDULE 1(p)**Surety & Letters of Credit**

Alabama Power Co.
 Alabama, State of, Attorney General
 Alexandria, City of (LA)
 Alexandria, City of (VA)
 American Electric Power Co. Inc.
 Arch Insurance Co.
 Baltimore Gas & Electric Co., The
 Bank of America NA
 Brooklyn Union Gas Co., The
 Carolina Power & Light Corp.
 CDE Lightband
 Central Georgia EMC Foundation Inc.
 City of Riverside Public Utilities (CA)
 Cleco Power LLC
 Cobb Insurance Agency
 Con Edison
 Consolidated Edison Co. of New York Inc.
 Coweta-Fayette Electric Membership Corp.
 Dixie Electric Cooperative Inc.
 Dominion Customer Credit Services
 Dominion East Ohio Gas Co.
 Dominion Energy South Carolina Inc.
 Dominion Hope
 Duke Energy Carolinas LLC
 Duke Energy Florida LLC
 Duke Energy Indiana Inc.
 Duke Energy Progress LLC
 Dyersburg, City of (TN), Dyersburg Electric System
 Dynegy Energy Services East LLC
 Dynegy Energy Services LLC
 East Caln, Township of (PA)
 Electric Power Board of Chattanooga
 Empire District Electric Co., The
 Entergy Arkansas Inc.
 Entergy Corp.
 Entergy Mississippi Inc.
 Exeter Route 40 Land LLC
 Florence, City of (AL), Utilities
 Florence, City of (SC), Utilities
 Florida Power & Light Co.
 Fpl, Attention: Deposit Administration
 Georgia Power Co.
 Greystone Power Corp.
 Gulf Power Co.
 Huntsville, City of (AL)
 Imperial Irrigation District
 Jackson Electric Membership Corp.
 Johnson City Power Board
 Kenergy Corp.
 Kentucky Utilities Co.
 Keyspan Gas East Corp.
 Knoxville Utilities Board, The
 Lafayette Utilities System LLC
 Lake Apopka Natural Gas District Inc.
 Liberty Mutual Insurance Co.
 Long Island Lighting Co. Inc.
 Long Island Lighting Company D/B/A Lipa
 Long Island Port Authority
 Louisville Gas & Electric Co.
 Lumbermens Mutual Casualty Co.
 Marshfield Utilities
 Middle Tennessee Electric Membership Corp.
 Mohave Electric Cooperative Inc.
 Morganton, City of (NC)
 Murfreesboro Electric Department
 Nevada, State of, Department of Taxation
 Niagara Mohawk Power Corp.
 North Little Rock Electric Department
 NYSEG
 Ohio Bureau of Workers' Compensation
 Ohio, State of, Workers Compensation
 Oklahoma Electric Cooperative Inc.
 Oklahoma Gas & Electric Co.
 Opelika, City of (AL), Utilities Board
 Pacific Gas & Electric Co.
 Pacific Power
 Peco Energy Co.
 Peru, City of (IL)
 Pool 2 Industrial OH LLC
 Portland General Electric Co.
 Progress Energy Inc.
 Rhode Island, State of, Department of Labor

Rhode Island, State of, Department of Labor
& Training
Riverside, City of (CA), Public Utilities
Rocky Mount, City of (NC)
Rocky Mountain Power Inc.
Salt River Project Agricultural Improvement
& Power District, Arizona
Santee Cooper Credit Union
Santee Cooper State Bank
SCE&G Small Commercial Group
Shakopee Public Utilities Commission
Southern California Edison Co.
Southwestern Electric Power Co.
Still Water Power LLC
Stillwater, City of (OK)
Sulphur Springs Valley Electric Co-Op Inc.
Sumter Electric Cooperative Inc.
Tallahassee, City of (FL)
Tampa Electric Co.
Tombigbee Electric Power Association
Tucson Electric Power Co.
Tullahoma Utilities Board, Tullahoma,
Tennessee
UniSource Energy Services
United States, Government of the,
Department of Homeland Security,
Bureau of Customs & Border Protection
United States, Government of the,
Department of Homeland Security, U.S.
Customs, Various Associated Utilities
Utilil Corp.
Utilil ME Gas Operations
Utilil NH Electric Operations
UNS Gas Inc.
Vero Beach, City of (FL)
Virginia Electric & Power Co.
Westar Energy Inc.
Withlacoochee River Electric Cooperative
Inc.
Zurich American Insurance Co.

SCHEDULE 1(q)

Top 30 Unsecured Creditors

AB Exports Ltd.
Advantus Corp.
American Crafts LLC
Aroma Bay Candles Co.
Brother International Corp.
Changshu Winway Textile Co. Ltd.
China National Arts & Crafts Group Corp. Ltd.
Design Group Americas
Designs for All Seasons Ltd.
Fabric Traditions
Fairfield Processing
Federal Express Corp.
Ganga Acrowools Ltd.
Gildan USA Inc.
Gwen Studios LLC
H&H Asia Ltd.
HongKong Simple Element Global Ltd.
HTL Ltd.
Jones Lang LaSalle Americas Inc.
Low Tech Toy Club LLC
Ningbo Winlead Ornament Co. Ltd.
Oriental Craft Industries Co. Ltd.
Ormo Ithalat Ve Ihracat AS
OttLite Technologies Inc.
R.M. Palmer Co. LLC
Springs Creative Products Group LLC
Steelworkers Pension Trust
Sunyin (HK) Holding Ltd.
SVP Sewing Brands LLC
Viition (Asia) Ltd.

SCHEDULE 1(r)

Unions

United Steel, Paper & Forestry, Rubber, Manufacturing, Energy, Allied Industrial & Service Workers International Union, The

SCHEDULE 1(s)

Vendors

0728 Downeast Associates LP	Apex Logistics International (NY) Inc.
0728 Downeast Associates Ltd.	Arbor Square LLC
245 Tamal Vista Blvd Partners LP	Arbor Walk Mall LLC
3M Co.	Arlington Construction Inc.
4694 Shops at St. Johns LLC	Aroma Bay Candles Co.
9395 CH LLC	Art Supply Enterprises Inc.
A.W. Faber Castell USA Inc.	ArtBin
A+ Quality Services Inc.	Artex Apparels
AAA Cooper Transportation Inc.	Artur Express Inc.
AB Exports Ltd.	ATFT (Shenyang) Handicrafts Co. Ltd.
ABB Construction LLC	Aurient International Corp.
Acadia Strategic Opportunity Fund V	Authentic Brands Group LLC
ACE American Insurance Co.	Automated Logic Corp.
Adhesive Technologies Inc.	Avanti Inc.
ADP Tax Credit Services Inc.	B33 Milford JV LLC
Advanced Carts Inc.	B33 Real Estate Partners Investments II LLC
Advanced Digital Textiles LLC	BA Two REIT LLC
Advantage Sales & Marketing Inc.	Babcock & Wilcox Co., The
Advantus Corp.	Bailiwick Services LLC
AFC Worldwide Express Inc.	Belden Park JV LLC
Ahead Inc.	Bella + Canvas LLC
Airtex Industries Inc.	Bendon Inc.
AJ Nonwovens - Hampton LLC	Berwick Offray LLC
Alexander Henry Fabrics Inc.	BidEnergy Inc.
All Courtesy International Ltd.	Blue Yonder Inc.
Allied Products Corp.	BlueVoyant LLC
Alvarez & Marsal Holdings LLC	Boston Warehouse
American Crafts LLC	Brighton Mall Associates LP
American Express	Brink's Inc.
American Express Co.	Brixmor Holdings 10 SPE LLC
American Fast Freight Inc.	Brixmor Operating Partnership LP
American Lebanese Syrian Associated Charities Inc.	Brother International Corp.
American News Co. LLC	Buckeye Retail JV LLC
American Oak Preserving Co. Inc.	Buddy Moore Trucking Inc.
American Realty Capital Retail Operating Partnership LP	Buffalo Batting
American Tombow Inc.	Buffalo Games LLC
Amsource Draper Lumber Yard LLC	Butterick Co. Inc.
Anthem Bluecross Life & Health Insurance Co.	C.H. Robinson, ABH Division
Aon Risk Services Cos. Inc.	Cafaro Northwest Partnership
	Caffco International Ltd.
	Caliber 1 Construction Inc.

California State Teachers Retirement System
Camelot Group Inc.
Canan Iplikcilik Sanayi Ve Ticaret AS
Candle Warmers Etc.
Car Apple Valley Square LLC
Casa Collective Ltd.
CBL & Associates LP
CBTS Technology Solutions LLC
Ceaco Inc.
Centerra Marketplace Properties
Centerton Square Owners LLC
Century Distribution Systems Inc.
CFP Fire Protection Inc.
Changshu Winway Textile Co. Ltd.
Charter Warwick LLC
Children's Miracle Network
China National Arts & Crafts Group Corp.
Ltd.
Chinatex Oriental USA Inc.
Choon's Design LLC
Christiana Town Center LLC
Church & Dwight Co. Inc.
Circle Logistics Inc.
Clover Needlecraft Inc.
Coats & Clark Inc.
Coats & Clark Inc.
Cofal Partners LP
Cofe ZM Dadeland LLC
Colart Americas
Combined Insurance Co. of America
Commercial Fire Inc.
Concord Design Classics Ltd.
Conejo Valley Plaza 2 LLC
Connors & Associates LLC
Construction One Inc.
Container Management Inc.
Cookies United LLC
COR Route 5 Co. LLC
Cordial Experience Inc.
Cosco Shipping Lines North America Inc.
Coupa Software Inc.
CPC Madison REIT LLC
CPT Arlington Highlands 1 LP
CPT Network Solutions Inc.
Craft Express
Crayola LLC
Crayon Software Experts LLC
Crescent Electric Supply Co.
CRI Columbus North Holdings LLC
Cricut Inc.
Criteo Corp.
Crown Equipment Corp.
Crypton Super Fabrics
CS International (HK) Toys Ltd.
Curlew Crossing SC LLC
CVS-Caremark
Daily Services
Ddr Corp Fka Developers Diversified
DDR Corp.
DDR Winter Garden LLC
DecoArt Inc.
Decorware Inc.
Del Amo Fashion Center Operating Co.
LLC
Delmar International Inc.
Deloitte & Touche LLP
Deloitte FAS LLP
DEPT US Holding Inc.
Designs for All Seasons Ltd.
Deuter 65 LLC
Developers Diversified Realty Corp.
Dimensions Crafts LLC
Dividend Trust REIT Sub
Dixon Ticonderoga (Strathmore)
DMC Corp.
DML Marketing Group Ltd.
Dooley & Mack Constructors
DPG USA Inc.
Dunbar Security Products Inc.
Dyno LLC
EC Design LLC
Eclectic Products LLC
Edge Plastics Inc.
Elegant Home Ltd.
Ellison Educational Equipment Inc.
Elmer's Products Inc.
Emmes LLC
EmployBridge Holding Co.
Emser International LLC
Enchante Accessories Inc.
ENGIE Impact

Environmental Technology Inc.
Ernst & Young LLP
Escape Velocity Holdings Inc.
Esplanade at Butler Plaza LLC
Estes Express Lines Inc.
Eugene Textiles
Everbest (Qingdao) Co.
Evergrace Home Inc.
Evergreen Shipping Agency Corp.
Everything Legwear Holdings LLC
Everything Mary LLC
Exeter 2500 N. Plaza LLC
Exmart International
Fabric Editions Inc.
Fabric Traditions
Fabrique Innovations Inc.
Facebook Inc.
FacilitySource LLC
Fairfield Processing
Fairfield Processing Corp.
Far Eastern Handicraft JSC
Federal Express Corp.
Feldman Co. Inc.
FFR Merchandising Inc.
Fidcal LLC
Fiorilli Construction Inc.
First & Main North LLC
Fiskars Brand Inc.
Fletcher Hills Town & Country LP
FloraCraft Corp.
Fortna Inc.
Foss Performance Materials LLC
Frederick County Square Improvements
 LLC
FreedomPay Inc.
Fung, Sun Li
Furniture Enterprises of Alaska Inc.
G&I IX Empire JV DLC LLC
GA Export (Thailand) Co. Ltd.
Ganga Acrowools Ltd.
Gardiner Service Co.
Gazzal Iplik San VE TIC Ltd. STI
GCE International Inc.
GHI Inc.
Gildan USA Inc.
Gingher Inc.
Global Sourcing Group Inc.
Globaltranz Enterprises LLC
Glowforge Inc.
GLP Flint LLC
Goldstar IC Ve Dis Ticaret Ltd.
Google Inc.
Gorilla Glue Co., The
Gossi Inc.
GPD Associates
Grand & Benedicts Inc.
Grand Plaza Management LLC
Greenfield LP
Greentex America LLC
Groom Construction Inc.
Guangzhou XY Paper Co. Ltd.
Gul Ahmed Textile Mills Ltd.
Gulsons LLC
Gumberg Associates Cranberry Mall
Gutermann of America Inc.
Gwen Studios LLC
H&H Asia Ltd.
Hailan Guoyue Trading Co. Ltd.
Halcraft USA Inc.
Hampton Plaza LLC
Hands Craft US Inc.
Hanes Industries
Hapag-Lloyd AG
Hardicraft/Hardick BV
Hauppauge Properties LLC
HC Packaging Asia Ltd.
Healy Construction Services Inc.
Hebei Bestone Jewelry Co. Ltd.
Hero Arts
Hewlett Packard Financial Service
Hewlett Packard Financial Services Co.
Heze Maxwell Wooden Products Co. Ltd.
Hilco Merchant Resources LLC
Hoffmaster Group Inc.
Holobeam Inc.
Honey Can Do International LLC
HongKong Simple Element Global Ltd.
Horizon Freight System Inc.
Horizon Group USA Inc.
Houlihan Lokey Capital Inc.
Houseworks Ltd.
HTL Ltd.

Huaian Fullya International
Huangyan Forever Arts & Crafts Fact
Hub Group Associates Inc.
Hursan Havlu Uretim Sanayi Ve Ticaret AS
Hyrosen Properties Inc.
Hy-Tek Intralogistics
Hyundai America Shipping
IBM Corp. Inc.
ICA BFC Venture LLC
IG Design Group Americas
Illumax China Ltd.
Impact Analytics Inc.
Infosys Ltd.
Inliten LLC
Innovative Logistics Services Inc.
International Paper
International Paper Co.
International Paper Co. - AL
International Paper Co. - CA
International Paper Co. - OH
International Paper Co.- CA
International Paper Co.- OH
International Paper Co.-AL
InvenTrust Properties Corp.
IRC Retail Centers Inc.
IRC Retail Centers Management Inc.
J&J Service Solutions LLC
J.B. Hunt Transport Inc.
Jackson Associates
Jackson Associates Inc.
Janome America Inc.
JB Hunt Transport Inc.
JC Colley LLC
Jesse James & Co. Inc.
Jet Holdings HK Ltd.
Jewelry Made By Me
Jewelry Made by Me Ltd.
JOC International Ltd.
Johanson Transportation Service
John Bead Corp.
Joele Frank, Wilkinson Brimmer Katcher
Jones Lang LaSalle Americas Inc.
Joshen Paper & Packaging
June Tailor Inc.
Keter Canada Inc.
Keystone Freight Corp.
Kimco Income Operating Partnership LP
Kimco Realty Corp.
Kimco Riverview LLC
Kimco Westlake LP
KIR Federal Way 035 LLC
KIR Tampa 003 LLC
Kissimmee West Florida LP
Kite Realty Group LLC
Kite Realty Group LP
KLX LLC
KRG CREC KS Pembroke Pines LLC
Kunshan Jun Yuan Arts & Crafts Co. Ltd.
La Ribbons & Crafts Inc.
Lakeview Construction LLC
Lakeview Plaza (Orland) LLC
Landair Transport Inc.
Lang Cos. Inc., The
Lansing Retail Center LLC
Larson & Juhl
Lee, County of (FL)
Lego Systems Inc.
Li, Rong Fa
Liberty Mutual Holding Co. Inc.
Lighthouse Transportation Services LLC
Lion Brand Yarn Co.
LJ CBG Acquisition Co.
LMC Co.
Lob.com Inc.
Logicalis Inc.
Longbow Advantage USA Inc.
Low Tech Toy Club LLC
Lozier Corp.
Lucky Star Enterprise & Co. Ltd.
Lucky Textile Mills Ltd.
Lynnwood Tower LLC
M2 Fabrics
MacPherson's Inc.
Maersk A/S
Maersk e Commerce Logistics
Mainstream International Inc.
Marco Contractors Inc.
Marcorp Marketing Consultants Pty. Ltd.
Marple XYZ Associates LP
Marten Transport Services
Masterpieces Puzzle Co.
May Fung Plastic Factory (HK) Ltd.

MC Construction Management Inc.
McCall Pattern Co.
MCD-RC CA-El Cerrito LLC
MCS Far East Inc.
MCS Industries Inc.
Me & My Big Ideas
Mekotex Pvt. Ltd.
Menderes Tekstil Sanayi Ve Ticaret AS
MetLife Core Property REIT LLC
MetLife Inc.
Metro Group (Industrial) Ltd.
Metro Trailer Leasing Inc.
Meyerland Retail Associates LLC
MGP XII REIT LLC
Michigan, State of, Department of Treasury
Microsoft Corp.
Microsoft Online Inc.
Midamco Inc.
MI-JAS-PPD Sales 04200
Missouri, State of, Department of Revenue
MJM Architects LLC
MN Textiles Pvt. Ltd.
MN-JAS-Sales Tax 002
Moitozoel Camino Promenade
Montgomery Realty Group Inc.
N.J. Croce Co.
NADG/SG Riverdale Village LP
Nakoma Products LLC
Nanjing Zhaohong Textile Co. Ltd.
National 4-H Council
Nationwide Children's Foundation
Natraj Home Furnishings Pvt. Ltd.
NeedleArt World (Hong Kong) Ltd.
Neo Wonderway Inc.
NEST International Inc.
Next Level Apparel
Niki Auburn Mile LP
Ningbo General Union Co. Ltd.
Ningbo Goldentime Import & Export Co.
Ltd.
Ningbo MH Industry Co. Ltd.
Ningbo Tofoam Stationery Co. Ltd.
Ningbo Winlead Ornament Co. Ltd.
Nipkow & Kobelt Inc.
Nishat Chunian Ltd.
NNN REIT Inc.
North Attleboro Marketplace II LLC
Northern Lights
Northway Mall Properties LLC
Notions Marketing Corp.
Novaks Construction Inc.
Novaks Warehouse Inc.
NSI International Inc.
NY-COM-Sales Tax Promptax
Oak Harbor Freight Lines Inc.
Ocean Network Express Pte. Ltd.
Off the Wall Co. LLC
Olfa USA Inc.
On Our Sleeves
Ontario Gateway SJT RET XIX LLC
OOCL USA Inc.
Oracle America Inc.
Orchard Yarn & Thread Co. Inc.
Oriental Craft Industries Co. Ltd.
Ormo Ithalat Ve Ihracat AS
OttLite Technologies Inc.
Outer Drive 39 Development Co. LLC
OWRF Baybrook LLC
Oxford Valley Road Associates LP
Pacific Island Creations Co. Ltd.
Pacific Realty Associates LP
Paisley Crafts LLC
PA-JAS-Sales Tax St301
Paladin Freight Solutions Inc.
Palani Properties LLC
Pan Asian Creations Ltd.
Panacea Products Corp.
Panache (India) International
Paper Transport LLC
Pathward NA
Pavilions North Shop Center 18 LLC
Paypool LLC
PCP Group LLC
PCT Vinyl
Pebbles Ltd.
Pellon Consumer Products
Pepperell Braiding Co. Inc.
Pepsico Beverage Sales LLC
Performance Horizon Group Ltd.
Perler
Phoenix Stationery Vietnam Co. Ltd.
Pinterest Inc.

Pitney Bowes Bank Inc.
PK Lifestyles
Plaid Enterprises
Platte Purchase Plaza LLC
PlayMonster LLC
Plaza at Countryside LLC
Plus Mark LLC
Pollock Investments Inc.
Pollock Paper Distributors
Polyform Products Co. Inc.
Primary Color Systems Corp.
Principal Life Insurance Co.
Promax Manufacturing Co. Ltd.
Provantage Corporate Solutions LLC
Provident Life & Accident Insurance Co.
PRTC LP
Prym Consumer USA Inc.
PTP Transport LLC
Public Employees Retirement Sys. Of FB
Festival Center LLC
Public Employees Retirement System
Publicis Sapient
Pure Fishing Inc.
Qingdao Libang Kington Trade Co. Ltd.
Quad Graphics Inc.
Queen Crafts Ltd.
Quest Marketing Inc.
R.M. Palmer Co. LLC
Rakuten Marketing LLC
Ranger Industries
Raymond Storage Concepts Inc.
RCA Trucking LLC
Red Mountain Asset Fund I LLC
Retail Properties of America Inc.
Retail Services WIS Corp.
Ribblr Ltd.
Richloom Fabrics Group Inc.
Richloom Far East Trading Co. Ltd.
Rimini Street Inc.
River Park Plaza LP
Riverfront Village LLC
RK Pembroke Pines LLC
Robert Half International Inc.
Robert Kaufman Co. Inc.
Roland Berger Strategy Consulting
Rongfali LLC
Roth Bros Inc.
Rowenta/Groupe SEB
Roxville Associates
Royal Acme Corp.
Royal Brush Manufacturing Inc.
Royal Consumer Products LLC
RPT Realty LP
Russell Tobin & Associates LLC
Rust-Oleum Corp.
S & M Heights
S&M Heights
S2G-Ohio Inc.
Salesforce.com Inc.
Sam Pievac Co. Inc.
Sanford LP
Santee Print Works
SAP America
SAP Industries Inc.
Saul Holdings LP
Sawgrass
Scentsible LLC
Schneider National Carriers Inc.
Schott Textiles Inc.
Schottenstein Realty LLC
Schylling Inc.
Seasons (HK) Ltd.
Seasons Special Co. Ltd.
Seco/Arroyo Shopping Center LP
Securitas Technology Corp.
Sedgwick Claims Management Services Inc.
Seko Worldwide LLC
SFT Inc.
SG Equipment Finance USA Corp.
Shanghai Aimi Pet Products Co. Ltd.
Shanghai Lifetex Industry Co. Ltd.
Shaoxing Ador Import & Export Co. Ltd.
Shaoxing Enyi Textile Co. Ltd.
Shaoxing Keqiao Yuzhou Textile Co. Ltd.
Shaoxing Minying Trading Co. Ltd.
Shaoxing Robb Import & Export Co. Ltd.
Shaoxing Xinzezhou Import & Export Co.
Ltd.
Shazhou Textile Printing & Dyeing Import
& Export Co. Ltd.
Shelby Town Center Phase I LLC
Shelbyville Road Plaza LLC

Shenyang Large Circle Arts & Crafts
Shienq Huong Enterprise Co. Ltd.
ShopCore Properties LP
Shopping Center Associates - Perring Plaza
Signature Marketing & Manufacturing
Silhouette America Inc.
Silver Creek Leather Co. LLC
Simplicity Creative Group Inc.
Sincere Creates & Manufactures Ltd.
Single Source Security LLC
Singsong International Trade Co. Ltd.
Siser North America
SITE Centers Corp.
SJ Corp.
Smart Cienega LLC
Sneirson, Gerald M.
Snow White Woollen Mills Pvt. Ltd.
Socialdeviant LLC
Solartex Corp.
South Frisco Village SC LP
Southwest Sign Group Inc.
Spinrite Corp.
Spirit Properties Ltd.
Spirit Realty Capital Inc.
Splunk Inc.
Spradling International Inc.
Springs Creative Products Group LLC
Square One Partners LLC
Sri Ramlakshman Fabs
Steelworkers Pension Trust
STG Intermodal Solutions Inc.
STI Global Inc.
Stockdale Investment Group Inc.
Storflex
Studio Eluceo Ltd.
Sugarland Plaza LP
Sulky of America Inc.
Sullivans USA Inc.
Sulyn Industries Inc.
Summit, County of (OH), Treasurer
Sun Life Assurance Co. of Canada
Sunmark Property LLC
Sunyin (HK) Holding Ltd.
SupplyOne Cleveland Inc.
Susan G. Komen Breast Cancer Foundation
Susz, Julie L.
Suzhou Lejing Knitting Co. Ltd.
SVP Sewing Brands LLC
SVP Singer Holdings Inc.
Symbol Gift Inc.
TA Services Inc.
Taixing Tongji Foreign Trade Co. Ltd.
Taizhou Honfont Import & Export Co. Ltd.
Tamarack Village Shopping Center LP
Tata Consultancy Services Ltd.
Technology Recovery Group
TEKsystems Global Services LLC
Tempo Drapery & Fabrics
Terra Worldwide Logistics LLC
Testrite Instrument Co. Inc.
Textile Creations Inc.
Therm O Web Inc.
THF Greengate Development LP
Tik Tok Inc.
Timeless Treasures Fabric
Tinuiti Inc.
Toll Global Forwarding (USA) Inc.
Topocean Consolid Service (LA) Inc.
Total Distribution Service Inc.
Town & Country Chicago Association LLC
Transform Holdco LLC
Trends International LLC
TRX Inc.
Tsukineko
Tufko International
Turtle Rock LLC
TY Inc.
UB Midway LLC
Uchida of America
Uline
United Airlines Inc.
United Staffing Associates LLC
Universal Candle Co. Ltd.
Universal Protection Service LP
Univic Floral Co. Ltd.
Unovo LLC
Utah-WRI Holdings LLC
Valid USA Inc.
Vardhman Textiles Ltd.
VDS Holding LLC
Velcro USA Inc.
Vestar Best in the West Property LLC

Vestar DRM-Opc LLC
Vibes Media LLC
Vition (Asia) Ltd.
Vistar Corp.
Vogue
Von Karman Plaza LLC
Vulcan Properties Inc.
Walz Capital Kennesaw LLC
Warm Products Inc.
Warnack, Shaughne S.
Washington, State of, Department of Natural Resources
Waste Management National Services Inc.
Waterford Lakes Town Center LLC
Wealth Concept Ltd.
Wells Fargo Banks
West Broadway Distribution Services LLC
Westmoreland Builders LLC
Wheaton Plaza Regional Shopping Center LLC
Wilton Industries
Win Hang Enterprise Ltd.
Wire Weld Inc.
Wm/.Wright Co. Inc.
Woo Jin Corp.
Wooda Corp. Ltd.
Workday Inc.
WP Carey Inc.
Wujiang Foreign Trade Corp.
Wunderkind Corp.
Xanadu Industrial Ltd.
XCommerce Inc.
XPO Logistics Freight Inc.
Yamaoka, George K.
Yosemite Park Shop Center 05A LLC
Yunker Industries Inc.
Yunus Textile Mill Pvt. Ltd.
Zebra Pen Corp.
Zhangjiagang Free Trade Zone
Zhangjiagang Yintian Trading Co. Ltd.
Zhejiang Tong Feng Arts & Crafts Co.
Zhuhai Ze Yuan Craft Floral
Zibo Zhaohai Light Industrial Products Co. Ltd.
Zolo LLC
ZonaPart LLC

Schedule 2

Client Relationships

Schedule 2

Potential Party-In-Interest	Relationship to Debtors
Creative Tech Solutions LLC	Debtors
Creativebug, LLC	Debtors
Dittopatterns LLC	Debtors
Jas Aviation, LLC	Debtors
Joann Ditto Holdings Inc.	Debtors
JOANN Inc.	Debtors
Joann Holdings 1 LLC	Debtors
Joann Holdings 2 LLC	Debtors
Jo-Ann Stores Support Center, Inc.	Debtors
Jo-Ann Stores, LLC	Debtors
Joann.com, LLC	Debtors
Needle Holdings LLC	Debtors
Weaveup, Inc.	Debtors
Cupixel Inc.	Debtor Known Affiliates / Joint Venture Entities
Glowforge Inc.	Debtor Known Affiliates / Joint Venture Entities
Jo-Ann Trading (Shanghai) Co., Ltd.	Debtor Known Affiliates / Joint Venture Entities
Mylinego Inc.	Debtor Known Affiliates / Joint Venture Entities
3M Company	Vendors
Advantage Sales & Marketing Inc.	Vendors
Allianz Global Risk US Insurance Company	Insurance Providers
American Electric Power	Surety & Letters of Credit
American Guarantee and Liability Company	Insurance Providers
Anthem Bluecross Life & Health Ins. Co.	Vendors
Avanti Inc	Vendors
AXA XL	Insurance Providers
Bank Of America, N.A.	Banks/Lender/UCC Lien Parties/Administrative Agents/ Surety & Letters of Credit
BBTFC, LLC	Landlords
BNP Paribas SA	Banks/Lender/UCC Lien Parties/Administrative Agents
Brookfield (E & A), LLC	Landlords
Carolina Power & Light Corporation Dba Progress Energy Carolinas, Inc.	Surety & Letters of Credit
Centerbridge Credit CS LP	Banks/Lender/UCC Lien Parties/Administrative Agents

Potential Party-In-Interest	Relationship to Debtors
CGCMT 2006-C4-5422 Shaffer Rd LLC	Landlords
Church & Dwight Co. Inc.	Vendors
Cleveland Clinic	Significant Customers
Cleveland Clinic Florida	Significant Customers
COMM 2007-C9 Northeast D Street, LLC	Landlords
Consolidated Edison Company Of New York, Inc.	Surety & Letters of Credit
Coupa Software Inc.	Vendors
CVS-Caremark	Vendors
Deloitte & Touche LLP	Debtor Professionals/ Ordinary Course Professionals/ Vendors
Deloitte FAS LLP	Vendors
Disney Consumer Products, Inc	Significant Customers
Duke Energy Carolinas, LLC	Surety & Letters of Credit
Duke Energy Florida, LLC	Surety & Letters of Credit
Duke Energy Indiana, Inc.	Surety & Letters of Credit
Duke Energy Progress	Surety & Letters of Credit
Elmer's Products Inc	Vendors
Entergy	Surety & Letters of Credit
Entergy Arkansas, Inc.	Surety & Letters of Credit
Entergy Mississippi, Inc.	Surety & Letters of Credit
Ernst & Young LLP	Ordinary Course Professionals/ Vendors
Facebook Inc.	Vendors
Family Fare 1897	Significant Customers
Federal Express Corporation	Top 30 Unsecured Creditor/ Vendors
Flagler S.C., LLC	Landlords
Florida Power & Light Company	Surety & Letters of Credit
FMR LLC	5% or More Equity Holders/ Banks/Lender/UCC Lien Parties/Administrative Agents
Fortna Inc.	Vendors
Gabriel Brothers, Inc. (Gabe's)	Significant Customers
GFS Realty Inc.	Landlords
Giant Eagle	Significant Customers
Google Inc	Vendors
GP Retail I, LLC - Dba Srv Investors	Landlords
GP-Milford Realty Trust	Landlords
Gulf Power Company	Surety & Letters of Credit

Potential Party-In-Interest	Relationship to Debtors
Hewlett-Packard Financial Services Company	Banks/Lender/UCC Lien Parties/Administrative Agents/Vendors
HPS Investment Partners, LLC	Banks/Lender/UCC Lien Parties/Administrative Agents
IBM Corp Inc.	Vendors
JPMorgan Chase Bank	Banks/Lender/UCC Lien Parties/Administrative Agents
Kentucky Utilities Company	Surety & Letters of Credit
Keyspan Gas East Corporation	Surety & Letters of Credit
MCP – Wellington, LLC	Landlords
Metlife	Vendors
Microsoft Corp	Vendors
Microsoft Online Inc	Vendors
Nordstrom Inc	Significant Customers
Nuveen Asset Management, LLC	5% or More Equity Holders/ Banks/Lender/UCC Lien Parties/Administrative Agents
Pacific Gas and Electric Company	Surety & Letters of Credit
Peco Energy Company	Surety & Letters of Credit
Pepsico Beverage Sales LLC	Vendors
Pitney Bowes Bank Inc	Vendors
Plus Mark LLC	Vendors
PNC Bank NA	Banks/Lender/UCC Lien Parties/Administrative Agents
PNS Stores, Inc.	Landlords
Progress Energy Inc.	Surety & Letters of Credit
Realty Income Corporation	Landlords
Realty Income Properties 31, LLC	Landlords
Regions Bank	Banks/Lender/UCC Lien Parties/Administrative Agents
Roth Bros Inc	Vendors
SAP America	Vendors
Salesforce.com Inc	Vendors
Santee Cooper Credit Union	Surety & Letters of Credit
Santee Cooper State Bank	Surety & Letters of Credit
SJ Corp	Vendors
Southwestern Electric Power Company	Surety & Letters of Credit
Spirit Bd Reading PA, LLC	Landlords
Spirit Master Funding Iv, LLC	Landlords
Spirit Realty Capital Inc	Vendors
Spirit SPE Loan Portfolio 2013-63 LLC	Landlords

Potential Party-In-Interest	Relationship to Debtors
Spirit SPE Loan Portfolio 2013-3, LLC	Landlords
Splunk Inc.	Vendors
Springs Window Fashions	Significant Customers
Symphony Asset Management LLC	5% or More Equity Holders/Banks/Lender/UCC Lien Parties/Administrative Agents
TD Bank/Toronto-Dominion Bank	Banks/Lender/UCC Lien Parties/Administrative Agents
TIAA Cref Investment Services	Banks/Lender/UCC Lien Parties/Administrative Agents
The Baltimore Gas & Electric Co.	Surety & Letters of Credit
TRX Inc.	Vendors
TXC Capital, LLC	Landlords
UFPTFC LLC	Landlords
United Airlines Inc	Vendors
U.S. Bank NA	Banks/Lender/UCC Lien Parties/Administrative Agents
VEREIT	Landlords
Waste Management National Services Inc.	Vendors
Wells Fargo Bank NA	Banks/Lender/UCC Lien Parties/Administrative Agents
Westar Energy, Inc.	Surety & Letters of Credit
WD Joann LLC	Landlords
Williams-Sonoma Inc.	Litigation
Zulily, LLC	Significant Customers
Zurich American Insurance Company	Surety & Letters of Credit/ Insurance Provider
[CONFIDENTIAL]	[CONFIDENTIAL]

Schedule 3

Vendor Relationships

Schedule 3

Potential Party-In-Interest	Relationship to Debtors
American Express	Vendors
American Express Co.	Vendors
Chubb Ltd	Insurance Providers
Combined Insurance Co. of America	Vendors
Deloitte & Touche LLP	Debtor Professionals/ Ordinary Course Professionals/ Vendors
Deloitte FAS LLP	Vendors
DLA Piper LLP	Ordinary Course Professionals
Ernst & Young LLP	Ordinary Course Professionals/ Vendors
Federal Express Corporation	Top 30 Unsecured Creditors/ Vendors
Gibson, Dunn, & Crutcher LLP	Bankruptcy Professionals Representing Other Parties
Jones Day	Ordinary Course Professionals
Jones Lang Lasalle Americas Inc.	Top 30 Unsecured Creditors/ Vendors
Katten, Muchin, Rosenman LLP	Bankruptcy Professionals Representing Other Parties
Kirkland & Ellis LLP	Debtor Professionals
Kroll Restructuring Administration LLC	Debtor Professionals
Latham & Watkins LLP	Debtor Professionals
Metlife	Vendors
Metlife Core Property REIT LLC	Vendors
Young, Conaway, Stargatt, & Taylor, LLP	Debtor Professionals